

SPITZEN JAY
Form 3
March 27, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>1. Name and Address of Reporting Person *</p> <p>SPITZEN JAY</p> <p>(Last) (First) (Middle)</p> <p>C/O VOCERA COMMUNICATIONS, INC., 525 RACE STREET</p> <p>(Street)</p> <p>SAN JOSE, CA 95126</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>03/27/2012</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>VOCERA COMMUNICATIONS, INC. [VCRA]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) General Counsel & Secretary</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
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Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------|
| Common Stock | 28,648 ⁽¹⁾ | D | |
| Common Stock | 4,684 ⁽²⁾ | I | By Spitzen Children's Trust dated 9/26/2000 |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|-----------------------------------------------|----------------------------------------------------------------|--------------------|--------------------------------------------------------------------------------------|----------------------------------|--------------------------------------------------------------------|------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Employee Stock Option (Right to Buy) | Â (3)(4)(5) | 05/04/2021 | Common Stock | 33,333 | \$ 5.04 | D | Â |
| Series A Convertible Preferred Stock | Â (6) | Â (6) | Common Stock | 4,931 | \$ (6) | D | Â |
| Series C Convertible Preferred Stock | Â (6) | Â (6) | Common Stock | 1,754 | \$ (6) | D | Â |
| Series D Convertible Preferred Stock | Â (6) | Â (6) | Common Stock | 1,337 | \$ (6) | D | Â |
| Series E Convertible Preferred Stock | Â (6) | Â (6) | Common Stock | 469 | \$ (6) | D | Â |
| Series F Convertible Preferred Stock | Â (6) | Â (6) | Common Stock | 706 | \$ (6) | D | Â |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

| | | | | | |
|-----------------------------------------------------------------------------------------|---|---|---|-----------------------------|---|
| SPITZEN JAY C/O VOCERA COMMUNICATIONS, INC. 525 RACE STREET SAN JOSE, CA 95126 | Â | Â | Â | General Counsel & Secretary | Â |
|-----------------------------------------------------------------------------------------|---|---|---|-----------------------------|---|

Signatures

/s/ Jay Spitzen 03/27/2012

__Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares are unvested and subject to a right of repurchase held by the Issuer, which right of repurchase lapses as to 7,022 shares on April 1, 2012 and thereafter shall vest as to 976 shares per month through April 1, 2013.
- (2) Shares are unvested and subject to a right of repurchase held by the Issuer, which right of repurchase lapses as to all shares on April 1, 2012.
- (3) Immediately exercisable.
- (4) 19,841 shares are unvested and shall vest as to 1/4th of the total number of shares on April 1, 2012, and thereafter shall vest as to 1/48th of the total number of shares in equal monthly installments.

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- (5) 13,492 shares are unvested and shall vest as to 1/48th of the total number of shares commencing on May 1, 2013.
- (6) Each share of Series A, Series C, Series D, Series E, and Series F Convertible Preferred Stock is convertible into one share of common stock upon the completion of the Issuer's initial public offering and has no expiration date.

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Remarks:

ExhibitÂ ListÂ -Â ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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