

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)

1. Name and Address of Reporting Person *

SPITZEN JAY
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
03/27/2012

3. Issuer Name and Ticker or Trading Symbol
VOCERA COMMUNICATIONS, INC. [VCRA]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
General Counsel & Secretary

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

C/O VOCERA COMMUNICATIONS, INC., 525 RACE STREET

(Street)

SAN JOSE, CA 95126

(City) (State) (Zip)

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
Reporting Person

Date

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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