

VOCERA COMMUNICATIONS, INC.

Form 4

November 07, 2012

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
RRE Ventures GP II, LLC

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

RRE VENTURES, 130 EAST 59TH STREET, 17TH FLOOR

11/06/2012

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

NEW YORK, NY 10022

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	11/06/2012		S			78,682	D	\$ 25.5521 (1)	1,804,936	I	By RRE Ventures II, L.P. (3)
Common Stock	11/06/2012		S			19,670	D	\$ 25.5521 (1)	309,705	I	By RRE Ventures Fund II, L.P. (4)
Common Stock	11/06/2012		S			21,318	D	\$ 26.2109 (2)	1,783,618	I	By RRE Ventures II, L.P. (3)

Common Stock	11/06/2012	S	5,330	D	\$ 26.2109 (2)	304,375	I	By RRE Ventures Fund II, L.P. (4)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RRE Ventures GP II, LLC RRE VENTURES 130 EAST 59TH STREET, 17TH FLOOR NEW YORK, NY 10022		X		
RRE Ventures Fund II, LP RRE VENTURES 130 EAST 59TH STREET, 17TH FLOOR NEW YORK, NY 10022		X		
RRE Ventures II, LP RRE VENTURES 130 EAST 59TH STREET, 17TH FLOOR NEW YORK, NY 10022		X		

Signatures

/s/ Will D. Porteous, authorized
signatory

11/07/2012

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$25.195 to \$26.185, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$26.20 to \$26.605, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.

(3) RRE Ventures GP II, LLC ("RRE GP") is the sole general partner of RRE Ventures II, L.P. James D. Robinson III, James D. Robinson IV, Stuart J. Ellman, and Andrew Zalasin are members of RRE GP and may be deemed to have shared voting and investment control with respect to these shares. Each of RRE GP and Messrs. Robinson III, Robinson IV, Ellman, and Zalasin disclaim beneficial ownership of these shares except to the extent of its or his pecuniary interest therein.

(4) RRE GP is the sole general partner of RRE Ventures Fund II, L.P. James D. Robinson III, James D. Robinson IV, Stuart J. Ellman, and Andrew Zalasin are members of RRE GP and may be deemed to have shared voting and investment control with respect to these shares. Each of RRE GP and Messrs. Robinson III, Robinson IV, Ellman, and Zalasin disclaim beneficial ownership of these shares except to the extent of its or his pecuniary interest therein.

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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