

Nuance Communications, Inc.
Form 424B7
March 19, 2009

Filed Pursuant to Rule 424(b)(7)
Registration No. 333-147715

CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities to be Registered	Amount to be Registered	Proposed Maximum Aggregate Offering Price Per Unit(1)	Proposed Maximum Aggregate Offering Price	Amount of Registration Fee(2)
Common Stock, \$0.001 par value	1,598	\$ 9.51	\$15,197	\$ 1.00

(1) Estimated solely for the purpose of determining the registration fee in accordance with Rule 457(c) under the Securities Act of 1933, as amended, based on the average of the high and low prices as reported on the Nasdaq Global Select Market on March 16, 2009.

(2) Calculated in accordance with Rule 457(r) under the Securities Act of 1933, as amended. This Calculation of Registration Fee table shall be deemed to update the Calculation of Registration Fee table in the registrant's

Registration
Statement on
Form S-3 (File
No. 333-147715)
in accordance
with Rules 456(b)
and 457(r) under
the Securities Act
of 1933, as
amended.

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Registration No. 333-147715**

PROSPECTUS SUPPLEMENT No. 4
(To Prospectus dated November 29, 2007)

Dated March 19, 2009
10,632,246 Shares
Common Stock

This Prospectus Supplement No. 4 supplements the Prospectus dated November 29, 2007 (as previously supplemented by the Prospectus Supplement dated October 3, 2008, the Prospectus Supplement dated October 20, 2008 and the Prospectus Supplement dated November 6, 2008) (the Prospectus) relating to the resale from time to time by certain selling stockholders of up to 10,630,648 shares of common stock, \$0.001 par value per share (the Common Stock), of Nuance Communications, Inc. (Nuance or we), which Prospectus was filed as part of our Registration Statement on Form S-3 No. 333-147715. Nuance will not receive any proceeds from the sale or transfer of Common Stock by the selling stockholders.

This Prospectus Supplement should be read in conjunction with the Prospectus and may not be delivered or utilized without the Prospectus. This Prospectus Supplement is qualified by reference to the Prospectus except to the extent that the information in this Prospectus Supplement supersedes the information contained in the Prospectus.

Investing in our Common Stock involves risks. See Risk Factors beginning on page S-11 of our Prospectus.

NEITHER THE SECURITIES AND EXCHANGE COMMISSION NOR ANY STATE SECURITIES COMMISSION HAS APPROVED OR DISAPPROVED OF THESE SECURITIES OR DETERMINED IF THIS PROSPECTUS SUPPLEMENT OR THE ACCOMPANYING PROSPECTUS IS TRUTHFUL OR COMPLETE. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

PROSPECTUS SUPPLEMENT SUMMARY

This Prospectus Supplement amends the information contained under the heading "The Offering" on page S-10 of the Prospectus (as previously supplemented), by increasing the number of Common Stock being offered by the selling stockholders from 10,630,648 to 10,632,246.

SELLING STOCKHOLDERS

The table below supplements or amends the information appearing under the heading "Selling Stockholders" beginning on page S-21 of the Prospectus (as previously supplemented), including the information contained in the table on page S-21, by adding the information below with respect to selling stockholders not previously listed in the Prospectus or in any amendments or supplements thereto. Up to 1,598 shares of Common Stock are being offered by this Prospectus, all of which are being offered for resale for the account of the selling stockholders. The following table contains information as of February 28, 2009, with respect to the selling stockholders listed below and the principal amount of Common Stock beneficially owned by such selling stockholders that may be offered using this Prospectus. The information is based on information provided to us by or on behalf of the selling stockholders, and we have not independently verified this information. Information concerning the selling stockholders may change from time to time and, if necessary, we will amend or supplement the Prospectus accordingly.

Except as otherwise indicated, we believe that the selling stockholders have sole voting and investment power with respect to all shares of Common Stock shown as beneficially owned by them. In addition, all of the selling stockholders beneficially own less than 1% of our Common Stock outstanding.

Name	Shares Owned Prior Offering (1)	Shares Being Offered (2)	Shares Beneficially Owned After This Offering
Drew Boaden	799	799	
Bruce Leatherman (4)	362	200	162
Kevin Park (5)	685	599	86
H. David Kenyon & Meredith W. Kenyon Community (3)	3,426	3,426	
Ross Hunter and Patricia Hunter Community Property (3)	1,714	1,714	
Karl Leaverton (3)	1,714	1,714	
Total:	8,700	8,452	

(1) The number of shares beneficially owned is determined in accordance with Rule 13d-3 of the Securities Exchange Act of 1934, and the information is not necessarily indicative of beneficial ownership for

any other
purpose.
Includes each
holder s
respective
interest in an
aggregate of
1,106,657
shares of
Common Stock
held in escrow
to satisfy certain
indemnification
obligations of
the former
stockholders of
SNAPin
Software, Inc.

(2) Includes each
holder s
respective
interest in an
aggregate of
1,106,657
shares of
Common Stock
held in escrow
to satisfy certain
indemnification
obligations of
the former
stockholders of
SNAPin
Software, Inc.

(3) Spry Group,
which are
identified as
selling
stockholders in
the Prospectus
Supplement
dated
October 20,
2008
(collectively,
Spry Group),
have informed
us that they
distributed

shares of
Common Stock
to their
investors.
Represents such
selling
stockholder s
respective
interest in the
shares of
Common Stock
to be distributed
by Spry Group
to its investors.

- (4) Includes options to acquire 162 shares of our Common Stock that are exercisable within 60 days of February 28, 2009.
- (5) Includes options to acquire 86 shares of our Common Stock that are exercisable within 60 days of February 28, 2009.