Wood Donald F 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, response... 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 *

Wood Donald F

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

03/27/2012

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

VOCERA COMMUNICATIONS, INC. [VCRA]

4. Relationship of Reporting Person(s) to Issuer

_X__ Director Officer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O VANGUARD VENTURES

P.O BOX 20068

(Street)

(Check all applicable)

(give title below) (specify below)

10% Owner Other

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

X Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

SAN JOSE, CAÂ 95160

(City) (State) (Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities

Beneficially Owned (Instr. 4)

Form:

Ownership

Table I - Non-Derivative Securities Beneficially Owned

Direct (D) or Indirect (I)

(Instr. 5)

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

SEC 1473 (7-02)

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

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

1. Title of Derivative Security 2. Date Exercisable and (Instr. 4)

Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial

Ownership

(Instr. 5)

Date Exercisable

Expiration Date

Title

Amount or Number of Shares

Derivative Security

Security: Direct (D) or Indirect

(I)

						(Instr. 5)	
Series B Convertible Preferred Stock	(1)	(1)	Common Stock	524,986	\$ <u>(1)</u>	I	By Vanguard VII, L.P. (2)
Series B Convertible Preferred Stock	(1)	(1)	Common Stock	49,862	\$ <u>(1)</u>	I	By Vanguard VII-A, L.P. (3)
Series B Convertible Preferred Stock	(1)	(1)	Common Stock	17,103	\$ <u>(1)</u>	I	By Vanguard VII Accredited Affiliates Fund, L.P. (4)
Series B Convertible Preferred Stock	(1)	(1)	Common Stock	7,797	\$ <u>(1)</u>	I	By Vanguard VII Qualified Affiliates Fund, L.P. (5)
Series C Convertible Preferred Stock	(6)	(6)	Common Stock	767,847	\$ <u>(6)</u>	I	By Vanguard VII, L.P. (2)
Series C Convertible Preferred Stock	(6)	(6)	Common Stock	72,927	\$ <u>(6)</u>	I	By Vanguard VII-A, L.P. (3)
Series C Convertible Preferred Stock	(6)	(6)	Common Stock	25,014	\$ <u>(6)</u>	I	By Vanguard VII Accredited Affiliates Fund, L.P. (4)
Series C Convertible Preferred Stock	(6)	(6)	Common Stock	11,403	\$ <u>(6)</u>	I	By Vanguard VII Qualified Affiliates Fund, L.P. (5)
Series D Convertible Preferred Stock	(6)	(6)	Common Stock	328,770	\$ <u>(6)</u>	I	By Vanguard VII, L.P. (2)
Series D Convertible Preferred Stock	(6)	(6)	Common Stock	31,225	\$ <u>(6)</u>	I	By Vanguard VII-A, L.P. (3)
Series D Convertible Preferred Stock	(6)	(6)	Common Stock	10,710	\$ <u>(6)</u>	I	By Vanguard VII Accredited Affiliates Fund, L.P. (4)
Series D Convertible Preferred Stock	(6)	(6)	Common Stock	4,882	\$ <u>(6)</u>	I	By Vanguard VII Qualified Affiliates Fund, L.P. (5)
Series E Convertible Preferred Stock	(6)	(6)	Common Stock	92,688	\$ <u>(6)</u>	I	By Vanguard VII, L.P. (2)
Series E Convertible Preferred Stock	(6)	(6)	Common Stock	8,803	\$ <u>(6)</u>	I	By Vanguard VII-A, L.P. (3)
Series E Convertible Preferred Stock	(6)	(6)	Common Stock	3,019	\$ <u>(6)</u>	I	By Vanguard VII Accredited

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							Affiliates Fund, L.P. (4)
Series E Convertible Preferred Stock	(6)	(6)	Common Stock	1,376	\$ <u>(6)</u>	I	By Vanguard VII Qualified Affiliates Fund, L.P. (5)
Series F Convertible Preferred Stock	(6)	(6)	Common Stock	117,257	\$ <u>(6)</u>	I	By Vanguard VII, L.P. (2)
Series F Convertible Preferred Stock	(6)	(6)	Common Stock	11,136	\$ <u>(6)</u>	I	By Vanguard VII-A, L.P. (3)
Series F Convertible Preferred Stock	(6)	(6)	Common Stock	3,819	\$ <u>(6)</u>	I	By Vanguard VII Accredited Affiliates Fund, L.P. (4)
Series F Convertible Preferred Stock	(6)	(6)	Common Stock	1,741	\$ <u>(6)</u>	I	By Vanguard VII Qualified Affiliates Fund, L.P. (5)
Series E Convertible Pref St Purchase Warrant (Right to Buy)	(7)	10/19/2015	Series E Convertible Preferred Stock (1)	27,806	\$ 6.61	I	By Vanguard VII, L.P. (2)
Series E Convertible Pref St Purchase Warrant (Right to Buy)	(7)	10/19/2015	Series E Convertible Preferred Stock (1)	2,641	\$ 6.61	I	By Vanguard VII-A, L.P. (3)
Series E Convertible Pref St Purchase Warrant (Right to Buy)	(7)	10/19/2015	Series E Convertible Preferred Stock (1)	905	\$ 6.61	I	By Vanguard VII Accredited Affiliates Fund, L.P. (4)
Series E Convertible Pref St Purchase Warrant (Right to Buy)	(7)	10/19/2015	Series E Convertible Preferred Stock (1)	413	\$ 6.61	I	By Vanguard VII Qualified Affiliates Fund, L.P. (5)

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Wood Donald F	_	_	_		
C/O VANGUARD VENTURES P.O BOX 20068	ÂΧ	Â	Â	Â	
SAN JOSE, CA 95160					

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Signatures

/s/ Donald F. Wood by Jay Spitzen Attorney-in-Fact

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) Each share of Series B Convertible Preferred Stock is convertible into 1.8304174 shares of common stock upon the completion of the Issuer's initial public offering and has no expiration date.
- (2) Shares are held directly by Vanguard VII, L.P. ("V7 LP").
- (3) Shares are held directly by Vanguard VII-A, L.P. ("V7A LP").
- (4) Shares are held directly by Vanguard VII Accredited Affiliates Fund, L.P. ("Accredited").
- (5) Shares are held directly by Vanguard VII Qualified Affiliates Fund, L.P. ("Qualified").
- (6) Each share of 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.
- (7) Immediately exercisable.

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Remarks:

Donald F. Wood, Dan Eilers, Jack Gill, Tom McConnell, and Bob Ulrich are the managing membe

Exhibit List - Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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