

Kellman Joel D
Form 4
April 05, 2012

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
**GRANITE GLOBAL VENTURES
L.P.**

(Last) (First) (Middle)

**C/O GGV CAPITAL, 2494 SAND
HILL ROAD, SUITE 100**

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
04/02/2012

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____ Officer (give title ____X____ Other (specify
below) below)
Former 10% Owner

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/02/2012		C		20,478	A	<u>11</u>	20,478	I	By Granite Global Ventures, L.P. ⁽²⁾
Common Stock	04/02/2012		C		1,198,469	A	<u>11</u>	1,198,469	I	By Granite Global Ventures (Q.P.) L.P. ⁽³⁾

Edgar Filing: Kellman Joel D - Form 4

Common Stock	04/02/2012	C	922	A	<u>(1)</u>	21,400	I	By Granite Global Ventures, L.P. <u>(2)</u>
Common Stock	04/02/2012	C	53,988	A	<u>(1)</u>	1,252,457	I	By Granite Global Ventures (Q.P.) L.P. <u>(3)</u>
Common Stock	04/02/2012	C	6,013	A	<u>(1)</u>	27,413	I	By Granite Global Ventures, L.P. <u>(2)</u>
Common Stock	04/02/2012	C	351,914	A	<u>(1)</u>	1,604,371	I	By Granite Global Ventures (Q.P.) L.P. <u>(3)</u>
Common Stock	04/02/2012	X	3,633	A	\$ 17.78	31,046	I	By Granite Global Ventures, L.P. <u>(2)</u>
Common Stock	04/02/2012	X	212,601	A	\$ 17.78	1,816,972	I	By Granite Global Ventures (Q.P.) L.P. <u>(3)</u>

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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 Underlying (Instr. 3 and 4)
--	--	--------------------------------------	--	--------------------------------	---	--	--

Edgar Filing: Kellman Joel D - Form 4

			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Series D Convertible Preferred Stock	<u>(1)</u>	04/02/2012	C			20,478	<u>(1)</u>	<u>(1)</u>	Common Stock
Series D Convertible Preferred Stock	<u>(1)</u>	04/02/2012	C			1,198,469	<u>(1)</u>	<u>(1)</u>	Common Stock
Series E Convertible Preferred Stock	<u>(1)</u>	04/02/2012	C			922	<u>(1)</u>	<u>(1)</u>	Common Stock
Series E Convertible Preferred Stock	<u>(1)</u>	04/02/2012	C			53,988	<u>(1)</u>	<u>(1)</u>	Common Stock
Series F Convertible Preferred Stock	<u>(1)</u>	04/02/2012	C			6,013	<u>(1)</u>	<u>(1)</u>	Common Stock
Series F Convertible Preferred Stock	<u>(1)</u>	04/02/2012	C			351,914	<u>(1)</u>	<u>(1)</u>	Common Stock
Series E Conv. Pref. Stock Purch. Warrant (Right to Buy)	\$ 6.61	04/02/2012	C			276	<u>(4)</u>	10/19/2015	Series E Convertible Preferred Stock (C)
Common Stock Purchase Warrant	\$ 6.61	04/02/2012	C		276		<u>(4)</u>	10/19/2015	Common Stock

Edgar Filing: Kellman Joel D - Form 4

(Right to Buy)									
Series E Conv. Pref. Stock Purch. Warrant (Right to Buy)	\$ 6.61	04/02/2012	C		16,196	<u>(4)</u>	10/19/2015	Series E Conversion Preference Stock (C)	
Common Stock Purchase Warrant (Right to Buy)	\$ 6.61	04/02/2012	C	16,196		<u>(4)</u>	10/19/2015	Common Stock	
Call Option (Right to Buy)	\$ 17.78	04/02/2012	P	1		04/02/2012	04/03/2012	Common Stock	
Call Option (Right to Buy)	\$ 17.78	04/02/2012	P	1		04/02/2012	04/03/2012	Common Stock	
Put Option (Obligation to Buy)	\$ 17.78	04/02/2012	S		285,769	04/02/2012	04/03/2012	Common Stock	
Put Option (Obligation to Buy)	\$ 17.78	04/02/2012	S		4,883	04/02/2012	04/03/2012	Common Stock	
Put Option (Obligation to Buy)	\$ 17.78	04/02/2012	X		285,769	04/02/2012	04/03/2012	Common Stock	
Put Option (Obligation to Buy)	\$ 17.78	04/02/2012	X		4,883	04/02/2012	04/03/2012	Common Stock	

Stock Option (Right to Buy)	\$ 0.3	04/02/2012	X	41,747	<u>(4)</u>	05/16/2012	Common Stock
Stock Option (Right to Buy)	\$ 0.3	04/02/2012	X	713	<u>(4)</u>	05/16/2012	Common Stock
Stock Option (Right to Buy)	\$ 1.08	04/02/2012	X	31,421	<u>(4)</u>	01/27/2015	Common Stock
Stock Option (Right to Buy)	\$ 1.08	04/02/2012	X	537	<u>(4)</u>	01/27/2015	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRANITE GLOBAL VENTURES L.P. C/O GGV CAPITAL 2494 SAND HILL ROAD, SUITE 100 MENLO PARK, CA 94025				Former 10% Owner
GRANITE GLOBAL VENTURES (Q.P.) L.P. C/O GGV CAPITAL 2494 SAND HILL ROAD, SUITE 100 MENLO PARK, CA 94025				Former 10% Owner
Granite Global Ventures L.L.C. C/O GGV CAPITAL 2494 SAND HILL ROAD, SUITE 100 MENLO PARK, CA 94025				Former 10% Owner
Rothrock Ray A. C/O GGV CAPITAL 2494 SAND HILL ROAD, SUITE 100 MENLO PARK, CA 94025				Former 10% Owner
				Former 10% Owner

SUN ANTHONY
C/O GGV CAPITAL
2494 SAND HILL ROAD, SUITE 100
MENLO PARK, CA 94025

Bonham Scott
C/O GGV CAPITAL
2494 SAND HILL ROAD, SUITE 100
MENLO PARK, CA 94025

Former 10% Owner

Kellman Joel D
C/O GGV CAPITAL
2494 SAND HILL ROAD, SUITE 100
MENLO PARK, CA 94025

Former 10% Owner

Ng Thomas
C/O GGV CAPITAL
2494 SAND HILL ROAD, SUITE 100
MENLO PARK, CA 94025

Former 10% Owner

Signatures

/s/ Hany M. Nada as Manager of Granite Global Ventures L.L.C. which serves as the sole General Partner to Granite Global Ventures L.P.	04/04/2012
--	------------

__Signature of Reporting Person	Date
---------------------------------	------

/s/ Hany M. Nada as Manager of Granite Global Ventures L.L.C. which serves as the sole General Partner to Granite Global Ventures (Q.P.) L.P.	04/04/2012
---	------------

__Signature of Reporting Person	Date
---------------------------------	------

/s/ Hany M. Nada as Manager of Granite Global Ventures L.L.C.	04/04/2012
---	------------

__Signature of Reporting Person	Date
---------------------------------	------

/s/ Hany M. Nada as Attorney-in-Fact for Ray A. Rothrock	04/04/2012
--	------------

__Signature of Reporting Person	Date
---------------------------------	------

/s/ Hany M. Nada as Attorney-in-Fact for Anthony Sun	04/04/2012
--	------------

__Signature of Reporting Person	Date
---------------------------------	------

/s/ Hany M. Nada as Attorney-in-Fact for Scott B. Bonham	04/04/2012
--	------------

__Signature of Reporting Person	Date
---------------------------------	------

/s/ Hany M. Nada as Attorney-in-Fact for Joel D. Kellman	04/04/2012
--	------------

__Signature of Reporting Person	Date
---------------------------------	------

/s/ Hany M. Nada as Attorney-in-Fact for Thomas K. Ng	04/04/2012
---	------------

__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) Each share of 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.
- (2) The shares are owned by Granite Global Ventures L.P. ("GGV LP"), which is under common control with Granite Global Ventures (Q.P.) L.P. ("QP LP"). Granite Global Ventures L.L.C. (the "General Partner") serves as the general partner of GGV LP and QP LP and

Edgar Filing: Kellman Joel D - Form 4

possesses power to direct the voting and disposition of the shares owned by GGV LP and QP LP and may be deemed to have indirect beneficial ownership of the shares held by GGV LP and QP LP. The General Partner owns no securities of the Issuer directly. Messrs. Rothrock, Sun, Bonham, Kellman, Nada, and Ng are members of the investment committee of the General Partner and share voting and dispositive power over the shares held by GGV LP and QP LP. Mr. Nada is a director of the Issuer and, accordingly, files separate Section 16 reports. Each Reporting Person disclaims beneficial ownership of the shares reported herein, except to the extent of his, her or its proportionate pecuniary interest therein.

(3) The shares are owned by QP LP. Each Reporting Person disclaims beneficial ownership of the shares reported herein, except to the extent of his, her or its proportionate pecuniary interest therein. Mr. Nada is a director of the Issuer and, accordingly, files separate Section 16 reports. Each Reporting Person disclaims beneficial ownership of the shares reported herein, except to the extent of his, her or its proportionate pecuniary interest therein.

(4) Immediately exercisable.

(5) Consists of the option to purchase from Robert Shostak of an aggregate of (i) 212,601 shares of Common Stock and options to purchase 73,168 share of Common Stock and (ii) 3,633 shares of Common Stock and options to purchase 1,250 share of Common Stock by QP LP and GGV LP, respectively, at a per share price of \$17.78 subject to that certain Put and Call Agreement with Dr. Shostak, as amended, as disclosed in the issuer's Form S-1, incorporated herein by reference (the "Put/Call Agreement").

(6) Consists of the obligation to purchase from Dr. Shostak of an aggregate of (i) 212,601 shares of Common Stock and options to purchase 73,168 share of Common Stock and (ii) 3,633 shares of Common Stock and options to purchase 1,250 share of Common Stock by QP LP and GGV LP, respectively, at a per share price of \$17.78 subject to the Put/Call Agreement.

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.