

Kellman Joel D  
 Form 4  
 April 05, 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 \*  
**GRANITE GLOBAL VENTURES L.P.**

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

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

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  Other (specify below)  
**Former 10% Owner**

**MENLO PARK, CA 94025**

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

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

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

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

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.**

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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 Underlying (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|--|

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

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|  |          |            |   |         |     |            |            |  |                            |
|--|----------|------------|---|---------|-----|------------|------------|--|----------------------------|
| (Right to Buy)                               |          |            |   |         |     |            |            |  |                            |
| Series E Conv. Pref. Stock                   |          |            |   |         |     |            |            |  | Series E Conv. Pref. Stock |
| Purch. Warrant (Right to Buy)                | \$ 6.61  | 04/02/2012 | C | 16,196  | (4) | 10/19/2015 |            |  | Series E Conv. Pref. Stock |
| Common Stock Purchase Warrant (Right to Buy) | \$ 6.61  | 04/02/2012 | C | 16,196  | (4) | 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 | (4) | 05/16/2012 | Common Stock |
| Stock Option (Right to Buy) | \$ 0.3  | 04/02/2012 | X | 713    | (4) | 05/16/2012 | Common Stock |
| Stock Option (Right to Buy) | \$ 1.08 | 04/02/2012 | X | 31,421 | (4) | 01/27/2015 | Common Stock |
| Stock Option (Right to Buy) | \$ 1.08 | 04/02/2012 | X | 537    | (4) | 01/27/2015 | Common Stock |

## Reporting Owners

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

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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.