VANGUARD VII L P Form 3

March 27, 2012

## FORM 3

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

**OMB APPROVAL** 

**OMB** Number:

3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF Expires: January 31, 2005

0.5

Estimated average burden hours per

response...

**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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement VOCERA COMMUNICATIONS, INC. [VCRA] VANGUARD VII L P (Month/Day/Year) 03/27/2012 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year)

C/O VANGUARD (Check all applicable) VENTURES, P.O. BOX 20068

(Street) Director \_X\_\_ 10% Owner Officer Other (give title below) (specify below)

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

Form filed by More than One

Reporting Person Table I - Non-Derivative Securities Beneficially Owned

SAN JOSE, CAÂ 95160

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

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.

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

6. Nature of Indirect 1. Title of Derivative Security 2. Date Exercisable and 3. Title and Amount of 4. 5. (Instr. 4) **Expiration Date** Securities Underlying Conversion Beneficial Ownership (Month/Day/Year) Derivative Security or Exercise Form of Ownership Price of Derivative (Instr. 4) (Instr. 5) Security: Derivative Date Expiration Title Amount or Security Direct (D) Number of Exercisable Date or Indirect Shares (I)

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

## Edgar Filing: VANGUARD VII L P - Form 3

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

# **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |       |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|
|                                | Director      | 10% Owner | Officer | Other |  |  |
| VANGUARD VII L P               |               |           |         |       |  |  |
| C/O VANGUARD VENTURES          | â             | ÂΧ        | â       | Â     |  |  |
| P.O. BOX 20068                 | А             | АЛ        | А       | A     |  |  |
| SAN JOSE, CA 95160             |               |           |         |       |  |  |

Reporting Owners 3

# **Signatures**

/s/ Ken Shilling, by Power of Attorney for Vanguard VII Venture Partners, LLC, its general partner

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 of the Issuer 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 of the Issuer upon the completion of the Issuer's initial public offering and has no expiration date.
- (7) Immediately exercisable.

Â

### **Remarks:**

[Remarks: Donald F. Wood, Dan Eilers, Jack Gill, Tom McConnell, and Bob Ulrich are the manag

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.

Signatures 4