

VOCERA COMMUNICATIONS, INC.

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,
 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 *

Â RRE Ventures GP II, LLC

(Last) (First) (Middle)

130 EAST 59TH STREET, Â 17TH FLOOR

(Street)

NEW YORK, Â NY Â 10022

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

03/27/2012

3. Issuer Name and Ticker or Trading Symbol

VOCERA COMMUNICATIONS, INC. [VCRA]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
 ___ Officer ___ Other
 (give title below) (specify below)

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

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 Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

Date Exercisable Expiration Date

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

Title Amount or Number of Shares

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

(Instr. 5)

Series A Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	314,759	\$ <u>(1)</u>	I	By RRE Ventures II, L.P. <u>(2)</u>
Series A Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	55,062	\$ <u>(1)</u>	I	By RRE Ventures Fund II, L.P. <u>(3)</u>
Series B Convertible Preferred Stock	Â <u>(4)</u>	Â <u>(4)</u>	Common Stock	214,927	\$ <u>(4)</u>	I	By RRE Ventures II, L.P. <u>(2)</u>
Series B Convertible Preferred Stock	Â <u>(4)</u>	Â <u>(4)</u>	Common Stock	37,598	\$ <u>(4)</u>	I	By RRE Ventures Fund II, L.P. <u>(3)</u>
Series C Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	754,133	\$ <u>(1)</u>	I	By RRE Ventures II, L.P. <u>(2)</u>
Series C Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	131,831	\$ <u>(1)</u>	I	By RRE Ventures Fund II, L.P. <u>(3)</u>
Series D Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	285,577	\$ <u>(1)</u>	I	By RRE Ventures II, L.P. <u>(2)</u>
Series D Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	49,922	\$ <u>(1)</u>	I	By RRE Ventures Fund II, L.P. <u>(3)</u>
Series E Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	78,738	\$ <u>(1)</u>	I	By RRE Ventures II, L.P. <u>(2)</u>
Series E Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	13,768	\$ <u>(1)</u>	I	By RRE Ventures Fund II, L.P. <u>(3)</u>
Series F Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	57,005	\$ <u>(1)</u>	I	By RRE Ventures II, L.P. <u>(2)</u>
Series F Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	9,972	\$ <u>(1)</u>	I	By RRE Ventures Fund II, L.P. <u>(3)</u>
Series E Convertible Preferred Stock Purchase Warrant	Â <u>(5)</u>	10/19/2015	Series E Convertible Preferred Stock <u>(1)</u>	23,621	\$ 6.61	I	By RRE Ventures II, L.P. <u>(2)</u>
Series E Convertible Preferred Stock Purchase Warrant	Â <u>(5)</u>	10/19/2015	Series E Convertible Preferred	4,130	\$ 6.61	I	By RRE Ventures Fund II, L.P. <u>(3)</u>

Stock ⁽¹⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RRE Ventures GP II, LLC 130 EAST 59TH STREET 17TH FLOOR NEW YORK, NY 10022	Â	Â X	Â	Â
RRE Ventures II, LP 130 EAST 59TH STREET 17TH FLOOR NEW YORK, NY 10022	Â	Â X	Â	Â
RRE Ventures Fund II, LP 130 EAST 59TH STREET 17TH FLOOR NEW YORK, NY 10022	Â	Â X	Â	Â

Signatures

/s/ Andrew Zalasin,
Member

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 A, 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.

RRE Ventures GP II, LLC ("RRE GP") is the sole general partner of RRE Ventures II, L.P. James D. Robinson III, James D. Robinson IV, Stuart J. Ellman, and Andrew L. Zalasin are members of RRE GP and may be deemed to have shared voting and investment control with respect to these shares. Each of RRE GP and Messrs. Robinson III, Robinson IV, Ellman, and Zalasin disclaim beneficial ownership of these shares except to the extent of its or his pecuniary interest therein.
 - (2) RRE GP is the sole general partner of RRE Ventures Fund II, L.P. James D. Robinson III, James D. Robinson IV, Stuart J. Ellman, and Andrew L. Zalasin are members of RRE GP and may be deemed to have shared voting and investment control with respect to these shares. Each of RRE GP and Messrs. Messrs. Robinson III, Robinson IV, Ellman, and Zalasin disclaim beneficial ownership of these shares except to the extent of its or his pecuniary interest therein.
 - (3) 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.
 - (4) Immediately exercisable.

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.