

Nuance Communications, Inc.  
Form 4  
November 24, 2015

**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 \*  
Tempesta Daniel David

(Last) (First) (Middle)

ONE WAYSIDE ROAD

(Street)

BURLINGTON, MA 01803

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
Nuance Communications, Inc.  
[NUAN]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/20/2015

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Executive Vice President and C

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 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)
Common Stock	11/20/2015		F <sup>(1)</sup>	5,456 D	\$ 20.2 192,684	D	
Common Stock	11/20/2015		A <sup>(2)</sup>	23,812 A	\$ 0.001 216,496	D	
Common Stock	11/20/2015		F <sup>(3)</sup>	11,214 D	\$ 20.2 205,282	D	
Common Stock	11/20/2015		A <sup>(2)</sup>	7,500 A	\$ 0.001 212,782	D	
Common Stock	11/20/2015		F <sup>(3)</sup>	3,532 D	\$ 20.2 209,250	D	

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Common Stock	11/20/2015	A <sup>(4)</sup>	15,687	A	\$ 0.001	224,937	D
Common Stock	11/20/2015	A <sup>(5)</sup>	15,000	A	\$ 0.001	239,937	D

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 Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Amount or Number of Shares	

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Tempesta Daniel David ONE WAYSIDE ROAD BURLINGTON, MA 01803	Executive Vice President and C

## Signatures

By: /s/ Donna Belanger For: Daniel Tempesta 11/24/2015

\_\_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) These shares were withheld by the Company to cover the tax liability due upon the vesting of a previously reported performance based restricted stock unit that was earned.

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- (2) These shares were issued pursuant to terms under a performance based restricted stock unit agreement which vested based on achievement of FY2015 performance targets.
- (3) These shares were withheld by the Company to cover the tax liability due upon the vesting of the restricted stock award.
- (4) Grant of Restricted Stock Units that will vest 100% on December 4, 2015 issued pursuant to the FY2015 Bonus program.
- (5) Restricted stock units granted pursuant to the Nuance Communications, Inc. 2000 Stock plan. 5,000 shares will vest on 09/30/2016, 5,000 shares will vest on 09/30/2017 and 5,000 will vest on 09/30/2018.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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