

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  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Robbins William T

(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 World

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		A <sup>(1)</sup>	33,437 A	\$ 0.001	216,680	D
Common Stock	11/20/2015		F <sup>(2)</sup>	12,732 D	\$ 20.2	203,948	D
Common Stock	11/20/2015		A <sup>(1)</sup>	15,312 A	\$ 0.001	219,260	D
Common Stock	11/20/2015		F <sup>(2)</sup>	7,989 D	\$ 20.2	211,271	D
Common Stock	11/20/2015		A <sup>(3)</sup>	16,185 A	\$ 0.001	227,456	D

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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 Owned Following Transaction (Instr. 6)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Robbins William T ONE WAYSIDE ROAD BURLINGTON, MA 01803			Executive Vice President	World

By: /s/ Donna Belanger For: William T  
Robbins 11/24/2015

\*\*Signature of Reporting Person Date

\* 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 issued pursuant to terms under a performance based restricted stock unit agreement which vested based on achievement of FY2015 performance targets.

(2) These shares were withheld by the Company to cover the tax liability due upon the vesting of the restricted stock award.

(3) Grant of Restricted Stock Units that will vest 100% on December 4, 2015 issued pursuant to the FY2015 Bonus program.

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- (4) Restricted stock units granted pursuant to the Nuance Communications, Inc. 2000 Stock plan. 21,250 shares will vest on 09/30/2016, 22,000 shares will vest on 09/30/2017 and 20,000 shares 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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