

Nuance Communications, Inc.
Form 4
June 05, 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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
BEAUDOIN THOMAS L

(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)
06/03/2015

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 VP Finance & Chief F

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	06/03/2015		M		16,552	A	\$ 15.17
					427,811		
Common Stock	06/03/2015		S ⁽¹⁾		16,552	D	\$ 17.53
					411,259		
Common Stock	06/03/2015		M		4,500	A	\$ 15.17
					415,759		
Common Stock	06/03/2015		S ⁽¹⁾		4,500	D	\$ 17.51
					411,259		
Common Stock	06/03/2015		M		65,000	A	\$ 15.17
					476,259		

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Common Stock	06/03/2015	<u>S</u> (1)	65,000	D	\$ 17.52	411,259	D
Common Stock	06/03/2015	M	2,200	A	\$ 15.17	413,459	D
Common Stock	06/03/2015	<u>S</u> (1)	2,200	D	\$ 17.54	411,259	D
Common Stock	06/03/2015	M	6,748	A	\$ 15.17	418,007	D
Common Stock	06/03/2015	<u>S</u> (1)	6,748	D	\$ 17.5153	411,259	D
Common Stock	06/03/2015	M	5,000	A	\$ 15.17	416,259	D
Common Stock	06/03/2015	<u>S</u> (1)	5,000	D	\$ 17.5626	411,259	D
Common Stock	06/03/2015	<u>S</u> (1)	4,500	D	\$ 17.52	406,759	D

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

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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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 15.17	06/03/2015		M	16,552	07/01/2009 ⁽²⁾ 07/01/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 15.17	06/03/2015		M	4,500	07/01/2009 ⁽²⁾ 07/01/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 15.17	06/03/2015		M	65,000	07/01/2009 ⁽²⁾ 07/01/2015	Common Stock

Non-Qualified Stock Option (right to buy)	\$ 15.17	06/03/2015	M	2,200	07/01/2009 ⁽²⁾	07/01/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 15.17	06/03/2015	M	6,748	07/01/2009 ⁽²⁾	07/01/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 15.17	06/03/2015	M	5,000	07/01/2009 ⁽²⁾	07/01/2015	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BEAUDOIN THOMAS L ONE WAYSIDE ROAD BURLINGTON, MA 01803			Executive VP Finance & Chief F	

Signatures

By: /s/ Donna Belanger For: Thomas L.
Beaudoin

06/05/2015

 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 sold pursuant to a 10b5-1 Sales Plan adopted on March 2, 2015.

(2) These options vest 25% on first anniversary date and monthly thereafter for a total 4 year vest period.

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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