

Nuance Communications, Inc.
 Form 4
 June 07, 2007

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 John Shagoury

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 06/05/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

President - Productivity Apps

ONE WAYSIDE ROAD

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

BURLINGTON, MA 01803

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	06/05/2007		M	1,600 A \$ 4.84	150,489	D	
Common Stock	06/05/2007		S	1,600 D \$ 17.38	148,889	D	
Common Stock	06/05/2007		M	1,400 A \$ 4.84	150,289	D	
Common Stock	06/05/2007		S	1,400 D \$ 17.39	148,889	D	
Common Stock	06/05/2007		M	200 A \$ 4.84	149,089	D	

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Common Stock	06/05/2007	S	200	D	\$ 17.41	148,889	D
Common Stock	06/05/2007	M	1,000	A	\$ 4.84	149,889	D
Common Stock	06/05/2007	S	1,000	D	\$ 17.44	148,889	D
Common Stock	06/05/2007	M	100	A	\$ 4.84	148,989	D
Common Stock	06/05/2007	S	100	D	\$ 17.46	148,889	D
Common Stock	06/05/2007	M	2,900	A	\$ 4.84	151,789	D
Common Stock	06/05/2007	S	2,900	D	\$ 17.21	148,889	D
Common Stock	06/05/2007	M	4,540	A	\$ 4.84	153,429	D
Common Stock	06/05/2007	S	4,540	D	\$ 17.22	148,889	D
Common Stock	06/05/2007	M	1,100	A	\$ 4.84	149,989	D
Common Stock	06/05/2007	S	1,100	D	\$ 17.24	148,889	D
Common Stock	06/05/2007	M	300	A	\$ 4.84	149,189	D
Common Stock	06/05/2007	S	300	D	\$ 17.45	148,889	D
Common Stock	06/05/2007	M	2,500	A	\$ 4.84	151,389	D
Common Stock	06/05/2007	S	2,500	D	\$ 17.43	148,889	D

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

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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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Security (Instr. 3 and 4)
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	Derivative Security		or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title
			Code	V (A) (D)			
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	100	03/15/2005 ⁽¹⁾	03/15/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	11,302	03/15/2005 ⁽¹⁾	03/15/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	4,600	03/15/2005 ⁽¹⁾	03/15/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	1,300	03/15/2005 ⁽¹⁾	03/15/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	300	03/15/2005 ⁽¹⁾	03/15/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	900	03/15/2005 ⁽¹⁾	03/15/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	4,600	03/15/2005 ⁽¹⁾	03/15/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	1,000	03/15/2005 ⁽¹⁾	03/15/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	2,700	03/15/2005 ⁽¹⁾	03/15/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	2,700	03/15/2005 ⁽¹⁾	03/15/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	3,300	03/15/2005 ⁽¹⁾	03/15/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	7,100	03/15/2005 ⁽¹⁾	03/15/2011	Common Stock
	\$ 4.84	06/05/2007	M	5,058	03/15/2005 ⁽¹⁾	03/15/2011	

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Non-Qualified Stock Option (right to buy)								Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	8,800	03/15/2005 ⁽¹⁾	03/15/2011		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	4,200	03/15/2005 ⁽¹⁾	03/15/2011		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	600	03/15/2005 ⁽¹⁾	03/15/2011		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	900	03/15/2005 ⁽¹⁾	03/15/2011		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	3,900	03/15/2005 ⁽¹⁾	03/15/2011		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	1,800	03/15/2005 ⁽¹⁾	03/15/2011		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	6,400	03/15/2005 ⁽¹⁾	03/15/2011		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	900	03/15/2005 ⁽¹⁾	03/15/2011		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	100	03/15/2005 ⁽¹⁾	03/15/2011		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	200	03/15/2005 ⁽¹⁾	03/15/2011		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	1,000	03/15/2005 ⁽¹⁾	03/15/2011		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	100	03/15/2005 ⁽¹⁾	03/15/2011		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	400	03/15/2005 ⁽¹⁾	03/15/2011		Common Stock
Non-Qualified Stock Option	\$ 4.84	06/05/2007	M	3,900	03/15/2005 ⁽¹⁾	03/15/2011		Common Stock

(right to buy)									
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	2,300	03/15/2005 ⁽¹⁾	03/15/2011			Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	1,000	03/15/2005 ⁽¹⁾	03/15/2011			Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M	2,900	03/15/2005 ⁽¹⁾	03/15/2011			Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
John Shagoury ONE WAYSIDE ROAD BURLINGTON, MA 01803			President - Productivity Apps	

Signatures

By: /s/ Donna Belanger For: John Shagoury
06/07/2007

__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 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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