

WEIDEMAN ROBERT

Form 4

November 23, 2018

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 *
WEIDEMAN ROBERT

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)
ONE WAYSIDE ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/20/2018

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
Executive Vice President & Gen

BURLINGTON, MA 01803

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

(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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/20/2018		A	(A) or (D) Amount 22,211 (1)	\$ 0.001	514,073	D
Common Stock	11/20/2018		F(2)	22,223	\$ 15.87	491,850	D
Common Stock	11/20/2018		A(3)	50,000	\$ 0.001	541,850	D
Common Stock	11/20/2018		A(3)	6,062	\$ 0.001	547,912	D
Common Stock	11/20/2018		F(2)	2,694	\$ 15.87	545,218	D

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Common Stock	11/20/2018	<u>A</u> (3)	4,687	A	\$ 0.001	549,905	D
Common Stock	11/20/2018	<u>F</u> (2)	2,083	D	\$ 15.87	547,822	D
Common Stock	11/20/2018	<u>A</u> (3)	4,687	A	\$ 0.001	552,509	D
Common Stock	11/20/2018	<u>F</u> (2)	2,083	D	\$ 15.87	550,426	D
Common Stock	11/20/2018	<u>A</u> (3)	4,200	A	\$ 0.001	554,626	D
Common Stock	11/20/2018	<u>F</u> (2)	1,866	D	\$ 15.87	552,760	D
Common Stock	11/20/2018	<u>A</u> (3)	6,062	A	\$ 0.001	558,822	D
Common Stock	11/20/2018	<u>F</u> (2)	2,694	D	\$ 15.87	556,128	D
Common Stock	11/20/2018	<u>A</u> (3)	4,687	A	\$ 0.001	560,815	D
Common Stock	11/20/2018	<u>F</u> (2)	2,083	D	\$ 15.87	558,732	D
Common Stock	11/20/2018	<u>A</u> (3)	4,687	A	\$ 0.001	563,419	D
Common Stock	11/20/2018	<u>F</u> (2)	2,083	D	\$ 15.87	561,336	D
Common Stock	11/20/2018	<u>A</u> (3)	4,200	A	\$ 0.001	565,536	D
Common Stock	11/20/2018	<u>F</u> (2)	1,866	D	\$ 15.87	563,670	D
Common Stock	11/20/2018	<u>A</u> (3)	6,062	A	\$ 0.001	569,732	D
Common Stock	11/20/2018	<u>F</u> (2)	2,694	D	\$ 15.87	567,038	D
Common Stock	11/20/2018	<u>A</u> (3)	4,687	A	\$ 0.001	571,725	D
Common Stock	11/20/2018	<u>F</u> (2)	2,083	D	\$ 15.87	569,642	D
Common Stock	11/20/2018	<u>A</u> (3)	4,687	A	\$ 0.001	574,329	D
Common Stock	11/20/2018	<u>F</u> (2)	2,083	D	\$ 15.87	572,246	D
	11/20/2018	<u>A</u> (3)	4,200	A		576,446	D

Common Stock					\$ 0.001		
Common Stock	11/20/2018	F ⁽²⁾	1,866	D	\$ 15.87	574,580	D

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

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

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WEIDEMAN ROBERT ONE WAYSIDE ROAD BURLINGTON, MA 01803			Executive Vice President & Gen	

Signatures

By: /s/ Donna Belanger For: Robert Weideman 11/23/2018

****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) Grant of Restricted Stock Units that will vest 100% on November 30, 2018 issued pursuant to the FY2018 Bonus program.
- (2) These shares were withheld by the Company to cover the tax liability due upon the vesting of the restricted stock award.

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- (3) These shares are pursuant to a performance-based restricted stock unit agreement with the company whereby targets defined by the Compensation Committee were deemed to be achieved for fiscal year 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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