

Nuance Communications, Inc.

Form 8-K

December 07, 2011

Table of Contents

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K  
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported):**

**December 2, 2011**

**NUANCE COMMUNICATIONS, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation)

**000-27038**  
(Commission  
File Number)

**94-3156479**  
(IRS Employer  
Identification No.)

**1 Wayside Road**  
**Burlington, Massachusetts 01803**  
(Address of Principal Executive  
Offices)  
(Zip Code)

Registrant's telephone number, including area code: **(781) 565-5000**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

**TABLE OF CONTENTS**

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers  
SIGNATURES

---

**Table of Contents****Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On December 2, 2011, the Compensation Committee (the Committee) of the Board of Directors of Nuance Communications, Inc. (the Company) approved the payment of the following bonuses pursuant to the Company's fiscal 2011 bonus program

Name	Achievement Level	Fiscal 2011	Fiscal 2011	Fiscal 2011	Total Value of 2011 Bonus Earned
		Target Bonus Amount(1)	Actual Bonus Amount (Cash)	Actual Bonus Amount Paid in Restricted Stock Units	
Paul A. Ricci	100%	\$750,000	\$750,000		\$750,000
Thomas L. Beaudoin	100%	\$337,500		13,408	\$337,500
Steven G. Chambers	100%	\$337,500		13,408	\$337,500
Janet M. Dillione	87%	\$375,000		12,912	\$325,000
Bill Nelson (2)	100%	\$162,000		6,436	\$162,000

(1) Bonuses for fiscal 2011 were paid out in cash or restricted stock units, as further detailed in the above table. The amounts reflected in this column represent the payout to each Named Executive Officer if their bonus had been achieved at 100%.

(2) Mr. Nelson's fiscal 2011 target bonus amount was pro-rated based on an initial employment date of April 15, 2011.

**Table of Contents**

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned.

Nuance Communications, Inc.

By: /s/ Thomas Beaudoin  
Thomas Beaudoin, Chief Financial  
Officer