

Nuance Communications, Inc.  
Form 4  
September 09, 2013

**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 \*  
**HACKETT PATRICK T**

(Last) (First) (Middle)

**C/O WARBURG PINCUS &  
CO., 450 LEXINGTON AVENUE**

(Street)

**NEW YORK, NY 10017**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**09/06/2013**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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, par value \$0.001 per share ("Common Stock") | 09/06/2013                           |                                                    | J <sup>(1)</sup>               |                                                                   | 16,812,470 | D          | \$ 0 <sup>(1)</sup>                                                                           | 69,496 <sup>(1)</sup>                                    | I                                                     | See footnote <sup>(1)</sup> |
| Common Stock                                               | 09/06/2013                           |                                                    | J <sup>(1)</sup>               |                                                                   | 37,298     | A          | \$ 0 <sup>(1)</sup>                                                                           | 304,153                                                  | D <sup>(1)</sup>                                      |                             |
| Common Stock                                               | 09/06/2013                           |                                                    | J <sup>(1)</sup>               |                                                                   | 18,552     | A          | \$ 0 <sup>(1)</sup>                                                                           | 81,334                                                   | I                                                     | See footnote                |

SEC 1474  
(9-02)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5.<br>Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reportable<br>Transaction<br>(Instr. 6) |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code V (A) (D)                          |                                                                                                                       | Date<br>Exercisable      Expiration<br>Date                    | Title<br><br>Amount<br>or<br>Number<br>of<br>Shares                       |                                                     |                                                                                                                           |

**Reporting Owner Name / Address**

Director    10% Owner    Officer    Other

HACKETT PATRICK T  
C/O WARBURG PINCUS & CO.  
450 LEXINGTON AVENUE  
NEW YORK, NY 10017

X

PATRICK T. HACKETT /s/ Scott A. Arenare Name: Patrick T. Hackett By: Scott A. Arenare, Attorney-in-Fact\*\*\*

09/09/2013

     \*\*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) See Explanation of Responses attached as Exhibit 99.1 hereto.

Exhibit List: Exhibit 99.1 - Explanation of Responses \*\*\* The Power of Attorney given by Patrick T. Hackett was previously  
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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