

VONAGE HOLDINGS CORP  
Form 8-K  
April 05, 2007

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**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): 03/30/2007**

**VONAGE HOLDINGS CORP.**

(Exact name of registrant as specified in its charter)

**Commission File Number: 001-32887**

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

**11-3547680**  
(IRS Employer  
Identification No.)

**23 Main Street**  
Holmdel, NJ 07733  
(Address of principal executive offices, including zip code)

**(732) 528-2600**  
(Registrant's telephone number, including area code)

(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:

- 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))
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Information to be included in the report

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

On March 30, 2007, Betsy S. Atkins notified Vonage Holdings Corp. (the "Company") that she was resigning from the Board of Directors of the Company, effective as of March 30, 2007. Ms. Atkins' decision to resign was not the result of any disagreement with the Company.

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**Signature(s)**

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 hereunto duly authorized.

VONAGE HOLDINGS CORP.

Date: April 05, 2007

By: /s/ Sharon A. O'Leary

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Sharon A. O'Leary  
Executive Vice President, Chief Legal Officer and Secretary