

Nuance Communications, Inc.
Form 4
June 07, 2007

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 *
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)
ONE WAYSIDE ROAD
(Street)

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

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
President - Productivity Apps

BURLINGTON, MA 01803

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
			Code	V	Amount	(D)	Price

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

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information contained in this form are not
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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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)								
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title			Acquired or Disposed of Shares
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M		1,600		03/15/2005 ⁽¹⁾	03/15/2011	Common Stock			1
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M		1,400		03/15/2005 ⁽¹⁾	03/15/2011	Common Stock			1
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			1
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		2,900		03/15/2005 ⁽¹⁾	03/15/2011	Common Stock			2
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M		4,540		03/15/2005 ⁽¹⁾	03/15/2011	Common Stock			4
Non-Qualified Stock Option (right to buy)	\$ 4.84	06/05/2007	M		1,100		03/15/2005 ⁽¹⁾	03/15/2011	Common Stock			1
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		2,500		03/15/2005 ⁽¹⁾	03/15/2011	Common Stock			2

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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