Edgar Filing: LEFAR MARC - Form 4

Form 4											
April 05, 201											
FORM	4 UNITED	STATES	SECU	RITIES A	AND EX	CHANGE	COMMISSIO		PPROVAL		
				shington				Number:	3235-0287 January 31,		
Check this if no longe		STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF									
subject to Section 16 Form 4 or Form 5	5. STATEN		SECUI	Estimated burden hou response	urs per						
Form 5 obligations may continue. See Instruction 1(b). 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											
(Print or Type R	esponses)										
1. Name and Ad LEFAR MA	Symbol	er Name an .GE HOL		Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last)	(First) (I	Middle)	3. Date of	of Earliest T	ransaction		(Ché	ck an applicable)			
C/O VONAGE HOLDINGS CORP., 23 MAIN STREET			(Month/Day/Year) 04/01/2010				X_ Director 10% Owner X_ Officer (give title Other (specify below) below) Chief Executive Officer				
	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 							
HOLMDEL,	NJ 07733						Person	where than one R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-J	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
	2. Transaction Date Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	or (D) Price	(Instr. 3 and 4)				
Reminder: Repo	ort on a separate line	for each cl	ass of sec	urities bene	ficially own	ned directly	or indirectly.				
					inforn requir	nation cont ed to resp lys a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securitie
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(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	Amour Numbe Shares
Employee Stock Option (right to buy)	\$ 1.37	04/01/2010		А		2,000,000		<u>(1)</u>	04/01/2020	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
LEFAR MARC C/O VONAGE HOLDINGS CORP. 23 MAIN STREET HOLMDEL, NJ 07733	Х		Chief Executive Officer					
Signatures								
	10							

/s/ Marc P. Lefar 04/05/2010 <u>**Signature of</u> Date

<u>**</u>Signature of Reporting Person

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) The employee stock option vests in equal annual installments on the calendar day before each of the first through fourth anniversaries of April 1, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.