Edgar Filing: Ridge Thomas J - Form 4/A

| June 05, 2006 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 4 or Form 4 or Form 5 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1935 or Section 10(a) of the Public Utility Holding Company Act of 1935 or Section 10(b) Print or Type Responses) 1. Name and Address of Reporting Person (b) (Last) (First) (Middle) 3. Date of Earliest Transaction Symbol VONAGE HOLDINGS CORP, 23 (Month/Day/Year) (Stree) 4. If Amendment, Date Original FieldMonth/Day/Year) (Stree) 4. If Amendment, Date Original FieldMonth/Day/Year) (Stree) 5. Anount of Securities S | Ridge Thon Form 4/A | nas J | | | | | | | | | | |
|---|---|---|--|--|--|---|--------------|--|--|---|--|--|
| Check this box if no longer subject to Section 16. Form 4 or Form 4 or Form 5 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES MB 2325-0287 State average obligations may continue and average response STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES MB 2005 Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1935. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1936. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 (b). State of the Public Utility Holding Company Act of 1936. Section 17(a) of the Public Utility Holding Company Act of 1940 (b). State of the Public Utility Holding Company Act of 1935 or Section Symbol State of the Public Utility Holding Company Act of 1940 (b). State of the Public Utility Holding Company Act of 1940 (b). State of the Public Utility Holding Company Act of 1940 (b). State of the Public Utility Holding Company Act of 1940 (b). State of the Public Utility Holding Company Act of 1940 (b). State of the Public Utility Holding Company Act of 1940 (b). State of the Public Utility Holding Company Act of 1940 (b). State of the Public Utility Holding Company Act of 1940 (b). State of the Public Utility Holding Company Act of 1940 (b). State of the Public Utility Holding Company Act of 1940 (b). State of the Public Utility Holding Company Act of 1940 (b). State of the Public Utility Holding Company Act of 1940 (b). State of the Public Util | June 05, 20 | 06 | | | | | | | | | | |
| Check this box if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1940 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person 1 (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 2. Issuer Name and Ticker or Trading Symbol VONAGE HOLDINGS CORP [VG] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 25/24/2006 3. HOLMDEL, NJ 07733 (Check 24, Deemed 3. (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A, Deemed 3. (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A, Deemed 3. (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A, Deemed 3. (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Ownership 7. Nature of Security (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Ownership 7. Nature of Security (Month/Day/Year) (Instr. 3) (Instr. 4) (Instr. 4) (Instr. 4) (A) Pricede (Instr. 3) and 4) | FORM | A 4 UNITED | | | | | NGE | COMMISSIO | N OMB | | | |
| (Print or Type Responses) 1. Name and Address of Reporting Person ¹ Ridge Thomas J (Last) (Last) (Last) (Middle) 2. Tarus action Date Street) (Street | if no lor subject Section Form 4 Form 5 obligation may cor <i>See</i> Inst | Washington, D.C. 20549Check this box if no longer subject to Section 16.STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESForm 4 or Form 5 obligations may continue.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 20(h) of the Investment Company Act of 1940 | | | | | | | | Number:3235-0287Expires:January 31, 2005Estimated average burden hours per response0.5 | | |
| 1. Name and Address of Reporting Person 1 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer Ridge Thomas J Symbol VONAGE HOLDINGS CORP [VG] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 2. S. Belationship of Reporting Person(s) to Issuer VONAGE HOLDINGS CORP., 23 05/24/2006 | | Desmonaes) | | | | | | | | | | |
| Ridge Thomas J Symbol (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 05/24/2006 VONAGE HOLDINGS CORP., 23 MAIN STREET (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 05/24/2006 HOLMDEL, NJ 07733 (City) (State) (Zip) Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of Security (Month/Day/Year) 2. Transaction Date, if Security (Month/Day/Year) 2. Transaction Date, if any (Month/Day/Year) Code Disposed of (D) (Instr. 3) (Month/Day/Year) (Month/Day/Year) (Instr. 4) (Instr. 4) (A) response of (D) or Indirect Beneficially Owned (I) Ownership Following (Instr. 4) (Instr. 3) (Instr. 3 and 4) | (Print or Type | Responses) | | | | | | | | | | |
| (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) -X_Director -10% Owner VONAGE HOLDINGS CORP., 23 05/24/2006 -X_Director -10% Owner MAIN STREET 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line) MOLMDEL, NJ 07733 -X_Form filed by One Reporting Person Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities 5. Amount of Securities (Month/Day/Year) 3. 4. Securities (City) (State) (Zip) Table I - Non-Derivative Securities 5. Amount of Securities (Instr. 3) 2. Transaction Date (Month/Day/Year) 3. 4. Securities TransactionAcquired (A) or any 5. Amount of Code 6. Ownership Disposed of (D) 6. Ownership Form: Direct 7. Nature of Indirect (Instr. 3) (Month/Day/Year) Code 0 Siposed of (D) 6. Gownership Form: Direct 1. Mirect (Instr. 3) (Month/Day/Year) Code V Amount (D) Price 5. Amount of Securities 6. Ownership Form: Direct 1. Mirect (Instr. 3) (Month/Day/Year) Code | | | Symb | Symbol | | | | Issuer | | | | |
| VONAGE HOLDINGS CORP., 23 (Month/Day/Year) -XDirector 10% Owner 05/24/2006 | (Last) | (First) (| | - | | | | (Check all applicable) | | | | |
| HOLMDEL, NJ 07733 Sited (Month/Day/Year) 05/24/2006 Applicable Line) -X_ Form filed by More than One Reporting Person Person (City) (State) (Zip) Table I - Non-Derivative Securities Source (A) or Security (Instr. 3) Source (A) or (Month/Day/Year) Source (A) or any (Month/Day/Year) Source (A) or any (Month/Day/Year) Source (A) or any (Month/Day/Year) Source (A) or Code Source (A) or Disposed of (D) (Instr. 8) Source (A) or Code Source (A) or Disposed of (D) (Instr. 8) Source (A) or Code Source (A) or Disposed of (D) (Instr. 8) Source (A) or Code Source (A) or Disposed of (D) (Instr. 8) Source (A) or Code Source (A) or Disposed of (D) (Instr. 8) Source (A) or Disposed of (D) (Instr. 4) Source | VONAGE | HOLDINGS CO | (Mont | h/Day/Year) | Tansaction | | | Officer (gi | ve title Oth | | | |
| 05/24/2006 ² 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 (Month/Day/Year) 3 . 4 . Securities 5 . Amount of Securities 5 . Amount of Securities 6 . Ownership 7 . Nature of Form: Direct Indirect Indirect Indirect (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 4) (Instr. 3 and 4) (Instr. 4) | | (Street) | 4. If A | mendment, D | ate Origina | ıl | | 6. Individual or | Joint/Group Fili | ng(Check | | |
| (City)(State)(Zip)Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially (Month/Day/Year)Owned Indirect Indirect Beneficially (Month/Day/Year)Owned Indirect Indirect Instr. 3)Owned Indirect Instr. 3, 4 and 5)Owned Instr. 4)Owned Instr. 4)Owned Owned Owned Owned Owned Owned <b< td=""><td>HOLMDE</td><td>L, NJ 07733</td><td></td><td colspan="4"></td><td colspan="4">_X_ Form filed by One Reporting Person Form filed by More than One Reporting</td></b<> | HOLMDE | L, NJ 07733 | | | | | | _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | | |
| 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 3. 4. Securities 5. Amount of Securities 6. Ownership Form: Direct 7. Nature of Indirect (Instr. 3) (Month/Day/Year) (Month/Day/Year) 3. 4. Securities 5. Amount of Securities 6. Ownership 7. Nature of Indirect (Instr. 3) (Month/Day/Year) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of Securities 6. Ownership 7. Nature of Indirect (A) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of Securities 6. Ownership 6. Ownership (Instr. 4) (Instr. 8) (Instr. 3, 4 and 5) 0wned (I) 0wnership (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) | (City) | (State) | (Zip) T | able I - Non- | Derivative | Secur | rities A | | of or Beneficia | lly Owned | | |
| Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. | Security | | 2A. Deemed Execution Date, i any | 3. Transactio Code) (Instr. 8) | 4. Securit onAcquired Disposed (Instr. 3, 4 | ies (A) or of (D) 4 and 5 (A) or | r) 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership | | |
| Persons who respond to the collection of SEC 1474 | Reminder: Re | port on a separate line | e for each class of s | ecurities bene | - | | - | - | option of | SEC 1474 | | |

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

 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 | 6. Date Exercisable and | 7. Title and Amount of | 8. I |
|-------------|-------------|---------------------|--------------------|------------|-----------------|-------------------------|------------------------|------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onof Derivative | Expiration Date | Underlying Securities | De |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) | Sec |

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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 | Amount or Number of Shares | |
| Director Stock Option (right to buy) | \$ 13.21 | 12/01/2005 | | A | | 8,929 | | <u>(1)</u> | 12/01/2015 | Common Stock | 8,929 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | | |
|--|---------------|-----------|---------|-------|--|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | | |
| Ridge Thomas J VONAGE HOLDINGS CORP. 23 MAIN STREET HOLMDEL, NJ 07733 | Х | | | | | | | | |
| Signatures | | | | | | | | | |
| /s/ Joseph Brucchieri for Govern Ridge | is | 06/05/2 | 2006 | | | | | | |
| **Signature of Reporting Perso | | 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) The options vest in equal monthly installments over a period of four years begining on January 1, 2006.

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.

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