

Nuance Communications, Inc.

Form 8-K

December 01, 2008

**Table of Contents**

**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):

**December 1, 2008**

**NUANCE COMMUNICATIONS, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation)

**000-27038**

(Commission  
File Number)

**94-3156479**

(IRS Employer  
Identification No.)

**1 Wayside Road**

**Burlington, Massachusetts 01803**

(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code: **(781) 565-5000**

(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 (*see* General Instruction A.2. below):

- 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))
-

**TABLE OF CONTENTS**

ITEM 8.01 Other Events

ITEM 9.01 Financial Statements and Exhibits

SIGNATURE

EXHIBIT INDEX

EX-23.1 CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

EX-99.1 FINANCIAL STATEMENTS OF SNAPIN SOFTWARE, INC.

---

**Table of Contents**

**ITEM 8.01 Other Events**

Nuance Communications, Inc. is filing this Current Report on Form 8-K to provide the historical financial statements of SNAPin Software, Inc., including SNAPin's audited balance sheets as of December 31, 2007 and 2006 and unaudited balance sheet as of September 30, 2008, and the related statements of operations, stockholders' deficit and cash flows for each of the two years in the period ended December 31, 2007 (audited) and the nine months ended September 30, 2008 and 2007 (unaudited).

**ITEM 9.01 Financial Statements and Exhibits**

(a) Financial Statements of Business Acquired

- (1) The historical financial statements of SNAPin, including SNAPin's audited balance sheets as of December 31, 2007 and 2006 and unaudited balance sheet as of September 30, 2008, and the related statements of operations, stockholders' deficit and cash flows for each of the two years in the period ended December 31, 2007 (audited) and the nine months ended September 30, 2008 and 2007 (unaudited) are being filed as Exhibit 99.1 to this Form 8-K.

(d) Exhibits

23.1 Consent of Independent Auditors

99.1 Financial statements of SNAPin Software, Inc., as of December 31, 2007 and 2006 (audited) and September 30, 2008 (unaudited), and for each of the two years in the period ended December 31, 2007 (audited) and for the nine months ended September 30, 2008 and 2007 (unaudited).

---

**Table of Contents**

SIGNATURE

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.

NUANCE COMMUNICATIONS, INC.

Date: December 1, 2008

By: /s/ Thomas Beaudoin  
Thomas Beaudoin  
Chief Financial Officer

---

**Table of Contents**

**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description</u>
23.1	Consent of Independent Auditors
99.1	Financial statements of SNAPin Software, Inc., as of December 31, 2007 and 2006 (audited) and September 30, 2008 (unaudited), and for each of the two years in the period ended December 31, 2007 (audited) and for the nine months ended September 30, 2008 and 2007 (unaudited).