



UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

DIVISION OF  
CORPORATION FINANCE

Mail Stop 3720

February 7, 2017

David T. Pearson  
Chief Financial Officer and Treasurer  
Vonage Holdings Corp.  
23 Main Street  
Holmdel, NJ 07733

**Re: Vonage Holdings Corp.**  
**Form 10-K for Fiscal Year Ended December 31, 2015**  
**Filed February 12, 2016**  
**File No. 001-32887**

Dear Mr. Pearson:

We have completed our review of your filing. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Sincerely,

/s/ Terry French for

Larry Spigel  
Assistant Director