Irving Lawrence R. Form 4 December 08, 2011

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, 2005

Form 4 or Form 5 obligations **SECURITIES**

Estimated average burden hours per response... 0.5

Expires:

may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

Irving Lawrence R.

SYNCHRONOSS TECHNOLOGIES INC [SNCR]

(Check all applicable)

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

X_ Officer (give title below)

10% Owner Other (specify

750 ROUTE 202, SUITE 600

(Street)

(Month/Day/Year) 12/06/2011

below) Chief Financial Officer

6. Individual or Joint/Group Filing(Check

Director

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

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

BRIDGEWATER, NJ 08807

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of

1.Title of Security (Instr. 3)

(Month/Day/Year)

Execution Date, if

(Month/Day/Year)

Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

Securities Beneficially Owned

Following

Ownership Form: Direct (D) or Indirect

Indirect Beneficial Ownership (Instr. 4)

(A) or

Reported Transaction(s) (Instr. 3 and 4)

(Instr. 4)

Common Stock

Shares

Amount (D) Price

141,481

D

2011-2012

Performance 12/06/2011

22,000 A (1)

22,000

D

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	` ,			7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option (Right to Buy)	\$ 30.5	12/06/2011		A	53,000	12/06/2012(2)	12/06/2018	Common Stock	53,000

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Irving Lawrence R. 750 ROUTE 202 SUITE 600 BRIDGEWATER, NJ 08807

Chief Financial Officer

Signatures

/s/ Lawrence R. 12/08/2011 Irving

**Signature of Date
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).
- Represents target number of performance shares. The actual number of shares to be issued, which could range from 0 to one and one-half (1) times the initial target amount, will depend upon the issuer's revenue and operating income during fiscal 2012 and the Company's stock performance. The shares, if any, will be issued in February 2013.
- The option shall become exercisable with respect to the first 25 percent of the shares subject to the option when the Reporting Person completes 12 months of continuous service after December 6, 2011. The option shall become exercisable with respect to an additional 1/48th of the shares subject to the option when the Reporting Person completes each month of continuous service thereafter.

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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