

SYNCHRONOSS TECHNOLOGIES INC

Form 4

January 21, 2014

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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 Responses)

1. Name and Address of Reporting Person \*  
Irving Lawrence R.

2. Issuer Name and Ticker or Trading Symbol  
SYNCHRONOSS  
TECHNOLOGIES INC [SNCR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
200 CROSSING  
BOULEVARD, SUITE 800

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/16/2014

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP and CFO

(Street)  
BRIDGEWATER, NJ 08807

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	01/16/2014		M		2,957	A	\$ 14
Common Stock	01/16/2014		M		2,250	A	\$ 27.55
Common Stock	01/16/2014		S		11,707	D	\$ 31.55 <u>(1)</u>
Common Stock	01/17/2014		M		2,250	A	\$ 27.55
	01/17/2014		M		2,957	A	\$ 14

Common  
Stock

Common Stock	01/17/2014		S	11,707	D	\$ 30.63 <u>(2)</u>	111,742	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 14	01/16/2014		M	2,957	12/01/2010 <sup>(3)</sup> 12/01/2016	Common Stock	2,957
Stock Option (Right to Purchase)	\$ 27.55	01/16/2014		M	2,250	12/07/2011 <sup>(4)</sup> 12/07/2017	Common Stock	2,250
Stock Option (Right to Buy)	\$ 14	01/17/2014		M	2,957	12/01/2010 <sup>(3)</sup> 12/01/2016	Common Stock	2,957
Stock Option (Right to Purchase)	\$ 27.55	01/17/2014		M	2,250	12/07/2011 <sup>(4)</sup> 12/07/2017	Common Stock	2,250

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director    10% Owner    Officer    Other

Irving Lawrence R.  
200 CROSSING BOULEVARD  
SUITE 800  
BRIDGEWATER, NJ 08807

EVP and CFO

## Signatures

/s/ Lawrence R.                      01/21/2014  
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).
- (1) The weighted average sales price is reported as stock sales were aggregated for reporting purposes. The per share transaction price ranged from \$31.33 to \$31.73. The reporting person will provide, upon request from an appropriate party, the per share sales volume and prices.
- (2) The weighted average sales price is reported as stock sales were aggregated for reporting purposes. The per share transaction price ranged from \$30.37 to \$31.13. The reporting person will provide, upon request from an appropriate party, the per share sales volume and prices.
- (3) 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 1, 2009. 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.
- (4) 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 7, 2010. 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.

### Remarks:

\*\*\*All of the sales reported on this Form were effected pursuant to an approved Rule 10b5-1 trading plan.\*\*\*

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.