

SYNCHRONOSS TECHNOLOGIES INC

Form 4

May 17, 2016

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 *
HOFFMAN CHARLES E

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)

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

Director 10% Owner
 Officer (give title below) Other (specify below)

8251 PARKSIDE DRIVE, UNIT 3D

05/13/2016

(Street)

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

ST. LOUIS, MO 63105

(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 or Price | | |
| Common Stock | 05/13/2016 | | M | | 6,132 A \$ 30.11 | | D |
| Common Stock | 05/13/2016 | | M | | 5,000 A \$ 30.89 | | D |
| Common Stock | 05/13/2016 | | S | | 11,132 D \$ 35.16 (1) | | D |
| Common Stock | 05/16/2016 | | M | | 1,368 A \$ 30.11 | | D |
| Common Stock | 05/16/2016 | | M | | 7,500 A \$ 21.63 | | D |

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| | | | | | | | |
|--------------|------------|---|--------|---|------------------------|--------|---|
| Common Stock | 05/16/2016 | M | 20,000 | A | \$ 14 | 52,376 | D |
| Common Stock | 05/16/2016 | M | 7,500 | A | \$ 15.89 | 59,876 | D |
| Common Stock | 05/16/2016 | M | 7,500 | A | \$ 26.83 | 67,376 | D |
| Common Stock | 05/16/2016 | S | 43,868 | D | \$ 35.06 <u>(2)</u> | 23,508 | D |

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.

SEC 1474
(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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 30.11 | 05/13/2016 | | M | 6,132 | 01/03/2013 ⁽³⁾ | 01/03/2019 | Common Stock | 6,132 |
| Stock Option (Right to Buy) | \$ 30.89 | 05/13/2016 | | M | 5,000 | 01/07/2015 ⁽⁴⁾ | 01/07/2011 | Common Stock | 5,000 |
| Stock Option (Right to Buy) | \$ 30.11 | 05/16/2016 | | M | 1,368 | 01/03/2013 ⁽³⁾ | 01/03/2019 | Common Stock | 1,368 |
| Stock Option (Right to Buy) | \$ 21.63 | 05/16/2016 | | M | 7,500 | 01/02/2014 ⁽⁵⁾ | 01/02/2020 | Common Stock | 7,500 |
| | \$ 14 | 05/16/2016 | | M | 20,000 | 01/03/2008 ⁽³⁾ | 01/03/2017 | | 20,000 |

| | | | | | | | | | |
|-----------------------------|----------|------------|---|-------|---------------------------|------------|--|--------------|-------|
| Stock Option (Right to Buy) | | | | | | | | Common Stock | |
| Stock Option (Right to Buy) | \$ 15.89 | 05/16/2016 | M | 7,500 | 01/05/2011 ⁽³⁾ | 01/05/2017 | | Common Stock | 7,500 |
| Stock Option (Right to Buy) | \$ 26.83 | 05/16/2016 | M | 7,500 | 01/04/2012 ⁽³⁾ | 01/04/2018 | | Common Stock | 7,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| HOFFMAN CHARLES E 8251 PARKSIDE DRIVE, UNIT 3D ST. LOUIS, MO 63105 | | | X | |

Signatures

/s/ Charles E. Hoffman
05/17/2016

**Signature of Reporting Person 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 weighted average sales price is reported as stock sales were aggregated for reporting purposes. The per share transaction price ranged from \$35.01 to \$35.37. 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 \$35.00 to \$35.26. The reporting person will provide, upon request from an appropriate party, the per share sales volume and prices.
- (3) The option is fully exercisable.
- (4) The option shall become exercisable with respect to 1/3rd of the shares subject to the option when the Reporting Person completes each year of continuous service after 1/7/2014
- (5) The option shall become exercisable with respect to 1/3rd of the shares subject to the option when the Reporting Person completes each year of continuous service after 1/2/2013

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.