

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)
8251 PARKSIDE DRIVE, UNIT 3D
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/13/2016

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

ST. LOUIS, MO 63105

(City) (State) (Zip)

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

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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	05/13/2016		M	A	6,132	\$ 30.11	34,640 D
Common Stock	05/13/2016		M	A	5,000	\$ 30.89	39,640 D
Common Stock	05/13/2016		S	D	11,132	\$ 35.16 (1)	23,508 D
Common Stock	05/16/2016		M	A	1,368	\$ 30.11	24,876 D
Common Stock	05/16/2016		M	A	7,500	\$ 21.63	32,376 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.

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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	
				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)	Exercise Price	Grant Date	Relationship	Quantity	Expiration Date	Common Stock	Quantity
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
Date: 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.