

SYNAPTICS INC
Form 4
April 28, 2015

FORM 4

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

OMB APPROVAL

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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 *
Barber Kevin D

(Last) (First) (Middle)
1251 MCKAY DRIVE
(Street)

SAN JOSE, CA 95131

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SYNAPTICS INC [SYNA]

3. Date of Earliest Transaction (Month/Day/Year)
04/24/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP & GM, Handheld Products

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 04/27/2015 | | M | | 2,448 | A | \$ 23.16 |
| Common Stock | 04/27/2015 | | M | | 36,398 | A | \$ 27.99 |
| Common Stock | 04/27/2015 | | M | | 6,198 | A | \$ 32.53 |
| Common Stock | 04/27/2015 | | M | | 4,243 | A | \$ 35.76 |
| Common Stock | 04/27/2015 | | M | | 3,263 | A | \$ 39.8 |

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| | | | | | | | |
|--------------|------------|------------------|--------|---|--------------------------|--------|---|
| Common Stock | 04/27/2015 | M | 3,753 | A | \$ 42.57 | 60,972 | D |
| Common Stock | 04/27/2015 | M | 2,802 | A | \$ 46.5 | 63,774 | D |
| Common Stock | 04/27/2015 | M | 2,802 | A | \$ 60.22 | 66,576 | D |
| Common Stock | 04/27/2015 | M | 1,681 | A | \$ 61.4 | 68,257 | D |
| Common Stock | 04/27/2015 | S ⁽¹⁾ | 60,612 | D | \$ 85.0363 <u>(2)</u> | 7,645 | D |
| Common Stock | 04/27/2015 | S ⁽¹⁾ | 2,976 | D | \$ 85.6909 <u>(3)</u> | 4,669 | 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.

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 85.69 | 04/24/2015 | | A | 4,725 | <u>(4)</u> 04/24/2022 | Common Stock 4,725 |
| Employee Stock Option (Right to Buy) | \$ 23.16 | 04/27/2015 | | M | 2,448 | <u>(5)</u> 10/31/2019 | Common Stock 2,448 |
| Employee Stock Option | \$ 27.99 | 04/27/2015 | | M | 36,398 | <u>(6)</u> 01/24/2018 | Common Stock 36,398 |

| | | | | | | | | | |
|--------------------------------------|----------|------------|---|-------|-------------|------------|--------------|-------|--|
| (Right to Buy) | | | | | | | | | |
| Employee Stock Option (Right to Buy) | \$ 32.53 | 04/27/2015 | M | 6,198 | <u>(7)</u> | 10/24/2018 | Common Stock | 6,198 | |
| Employee Stock Option (Right to Buy) | \$ 35.76 | 04/27/2015 | M | 4,243 | <u>(8)</u> | 01/28/2020 | Common Stock | 4,243 | |
| Employee Stock Option (Right to Buy) | \$ 39.8 | 04/27/2015 | M | 3,263 | <u>(9)</u> | 08/05/2020 | Common Stock | 3,263 | |
| Employee Stock Option (Right to Buy) | \$ 42.57 | 04/27/2015 | M | 3,753 | <u>(10)</u> | 04/29/2020 | Common Stock | 3,753 | |
| Employee Stock Option (Right to Buy) | \$ 46.5 | 04/27/2015 | M | 2,802 | <u>(11)</u> | 10/28/2020 | Common Stock | 2,802 | |
| Employee Stock Option (Right to Buy) | \$ 60.22 | 04/27/2015 | M | 2,802 | <u>(12)</u> | 01/27/2021 | Common Stock | 2,802 | |
| Employee Stock Option (Right to Buy) | \$ 61.4 | 04/27/2015 | M | 1,681 | <u>(13)</u> | 04/28/2021 | Common Stock | 1,681 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Barber Kevin D 1251 MCKAY DRIVE SAN JOSE, CA 95131 | | | SVP & GM, Handheld Products | |

Signatures

Kermit Nolan, as
attorney-in-fact

04/28/2015

__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 shares were sold pursuant to a 10b5-1 Sales Plan dated February 28, 2015.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$84.50 to \$85.47, inclusive. The reporting person undertakes to provide to Synaptics Incorporated (the "Company"), any security holder of the Company, or the staff of the Securities and Exchange Commission (the "SEC"), upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$85.55 to \$85.91, inclusive. The reporting person undertakes to provide to the Company, any security holder of the Company, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (3) 1/12th of the total number of shares subject to the option shall vest and become exercisable each quarter following the April 24, 2015 date of grant, until fully vested on April 24, 2018.
- (4) 1/36th of the total number of shares subject to the option vested or shall vest and became or shall become exercisable on the last day of each month following the date of grant until fully vested on October 31, 2015.
- (5) 25% of the total number of shares subject to the option vested and became exercisable on the twelve month anniversary of the January 24, 2011 date of grant, and 1/48th of the total number of shares subject to the option vested and became exercisable on the 24th day of each month thereafter until fully vested on January 24, 2015.
- (6) 1/48th of the total number of shares subject to the option vested or shall vest and became or shall become exercisable on the 24th day of each month after the October 24, 2011 date of grant until fully vested on October 24, 2015.
- (7) 1/36th of the total number of shares subject to the option vested or shall vest and became or shall become exercisable on the 28th day of each month following the date of grant until fully vested on January 28, 2016.
- (8) 1/36th of the total number of shares subject to the option vested or shall vest and became or shall become exercisable on the 5th day of each month following the date of grant until fully vested on August 5, 2016.
- (9) 1/36th of the total number of shares subject to the option vested or shall vest and became or shall become exercisable on the 29th day of each month following the date of grant until fully vested on April 29, 2016.
- (10) 1/12th of the total number of shares subject to the options vested or shall vest and became or shall become exercisable each quarter following the October 28, 2013 grant date until fully vested on October 28, 2016.
- (11) 1/12th of the total number of shares subject to the option vested or shall vest and became or shall become exercisable each quarter following the January 27, 2014 date of grant, until fully vested on January 27, 2017.
- (12) 1/12th of the total number of shares subject to the option vested or shall vest and became or shall become exercisable each quarter following the April 28, 2014 date of grant, until fully vested on April 28, 2017.
- (13)

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.