

SYNIVERSE HOLDINGS INC
Form 4
March 10, 2008

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 *
Donnini David

(Last) (First) (Middle)

C/O SYNIVERSE HOLDINGS,
INC., 8125 HIGHWOODS PALM
WAY

(Street)

TAMPA, FL 33647

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SYNIVERSE HOLDINGS INC
[SVR]

3. Date of Earliest Transaction
(Month/Day/Year)
03/05/2008

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)

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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.001 per share	03/05/2008		J ⁽¹⁾⁽²⁾		182,602	D	\$ 0	220,255	I	See footnotes (3) (4)
Common Stock, par value \$0.001 per share	03/05/2008		S ⁽¹⁾		198	D	\$ 17	220,057	I	See footnotes (3) (4)

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Common Stock, par value \$0.001 per share	03/05/2008	<u>S(1)</u>	198	D	\$ 16.99	219,859	I	See footnotes (3) (4)
Common Stock, par value \$0.001 per share	03/05/2008	<u>S(1)</u>	1,975	D	\$ 16.96	217,884	I	See footnotes (3) (4)
Common Stock, par value \$0.001 per share	03/05/2008	<u>S(1)</u>	10,569	D	\$ 16.95	207,315	I	See footnotes (3) (4)
Common Stock, par value \$0.001 per share	03/05/2008	<u>S(1)</u>	99	D	\$ 16.94	207,216	I	See footnotes (3) (4)
Common Stock, par value \$0.001 per share	03/05/2008	<u>J(2)(5)</u>	812	D	\$ 0	284	I	See footnotes (3) (6)
Common Stock, par value \$0.001 per share	03/05/2008	<u>S(5)</u>	3	D	\$ 16.96	281	I	See footnotes (3) (6)
Common Stock, par value \$0.001 per share	03/05/2008	<u>S(5)</u>	14	D	\$ 16.95	267	I	See footnotes (3) (6)
Common Stock, par value \$0.001 per share	03/05/2008	<u>J(2)(7)</u>	3,193	D	\$ 0	2,136	I	See footnotes (3) (8)
Common Stock, par value \$0.001 per share	03/05/2008	<u>S(7)</u>	2	D	\$ 17	2,134	I	See footnotes (3) (8)
	03/05/2008	<u>S(7)</u>	2	D		2,132	I	

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Common Stock, par value \$0.001 per share					\$ 16.99			See footnotes <u>(3)</u> <u>(8)</u>
Common Stock, par value \$0.001 per share	03/05/2008	<u>S(7)</u>	19	D	\$ 16.96	2,113	I	See footnotes <u>(3)</u> <u>(8)</u>
Common Stock, par value \$0.001 per share	03/05/2008	<u>S(7)</u>	103	D	\$ 16.95	2,010	I	See footnotes <u>(3)</u> <u>(8)</u>
Common Stock, par value \$0.001 per share	03/05/2008	<u>S(7)</u>	1	D	\$ 16.94	2,009	I	See footnotes <u>(3)</u> <u>(8)</u>
Common Stock, par value \$0.001 per share						10,289,697	I	See footnotes <u>(3)</u> <u>(9)</u>
Common Stock, par value \$0.001 per share						5,137,826	I	See footnotes <u>(3)</u> <u>(10)</u>
Common Stock, par value \$0.001 per share						141,239	I	See footnotes <u>(3)</u> <u>(11)</u>
Common Stock, par value \$0.001 per share						260,277	I	See footnotes <u>(3)</u> <u>(12)</u>

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

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- Reflects shares held directly by Mezzanine Partners. GTCR Partners VI, L.P. ("GTCR Partners VI") is the general partner of Mezzanine Partners. GTCR is the general partner of GTCR Partners VI. As such, GTCR may be deemed to be the beneficial owner of such shares.
- (6) GTCR is managed by its members. The Reporting Person is a member of GTCR and may be deemed to have an indirect pecuniary interest in the shares owned by Mezzanine Partners to the extent of the Reporting Person's indirect proportionate interest in Mezzanine Partners.
- (7) Shares were received by GTCR on February 26, 2008 as a result of a pro rata distribution from GTCR Co-Invest, L.P. ("Co-Invest"). This transaction was exempt from Section 16 pursuant to Rule 16a-13.
- Reflects shares held directly by GTCR. GTCR is managed by its members. The Reporting Person is a member of GTCR and may be deemed to have an indirect pecuniary interest in the shares owned by GTCR to the extent of the Reporting Person's indirect proportionate interest in GTCR.
- (8)
- Fund VII is the direct beneficial owner of such shares. GTCR Partners VII is the general partner of Fund VII and GTCR is the general partner of GTCR Partners VII. As such, GTCR Partners VII and GTCR may be deemed to be beneficial owners of such shares. GTCR is managed by its members. The Reporting Person is a member of GTCR and GTCR Partners VII and may be deemed to have an indirect pecuniary interest in the shares owned by Fund VII to the extent of the Reporting Person's indirect proportionate interest in Fund VII.
- (9)
- Fund VII/A is the direct beneficial owner of such shares. GTCR Partners VII is the general partner of Fund VII/A and GTCR is the general partner of GTCR Partners VII. As such, GTCR Partners VII and GTCR may be deemed to be beneficial owners of such shares.
- (10) GTCR is managed by its members. The Reporting Person is a member of GTCR and GTCR Partners VII and may be deemed to have an indirect pecuniary interest in the shares owned by Fund VII/A to the extent of the Reporting Person's indirect proportionate interest in Fund VII/A.
- Co-Invest is the direct beneficial owner of such shares. GTCR is the general partner of Co-Invest. As such, GTCR may be deemed to be a beneficial owner of such shares. GTCR is managed by its members. The Reporting Person is a member of GTCR and may be deemed to have an indirect pecuniary interest in the shares owned by Co-Invest to the extent of the Reporting Person's indirect proportionate interest in Co-Invest.
- (11)
- Capital Partners is the direct beneficial owner of such shares. Mezzanine Partners is the general partner of Capital Partners. GTCR Partners VI is the general partner of Mezzanine Partners. GTCR is the general partner of GTCR Partners VI. As such, Mezzanine Partners, GTCR Partners VI and GTCR may be deemed to be beneficial owners of such shares. GTCR is managed by its members. The Reporting Person is a member of GTCR, Mezzanine Partners and GTCR Partners VI and may be deemed to have an indirect pecuniary interest in the shares owned by Capital Partners to the extent of the Reporting Person's indirect proportionate interest in Capital Partners.
- (12)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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