LEVEL GLOBAL INVESTORS LP
Form SC 13G
February 02, 2006

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. _____)*

SYNAPTICS INCORPORATED

(Name of Issuer)

Common Stock

(Title of Class of Securities)

87157D109

(CUSIP Number)

January 20, 2006

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

|_| Rule 13d-1(b)
|X| Rule 13d-1(c)
|_| Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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 1745 (12-02)

CUSIP No. 87157D109 13G

1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Level Global Overseas Master Fund, Ltd.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [_] (b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5.	SOLE VOTING POWER 0
	6.	SHARED VOTING POWER 1,425,000
	7.	SOLE DISPOSITIVE POWER 0
	8.	SHARED DISPOSITIVE POWER 1,425,000

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,425,000

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* [_]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.82%

12. TYPE OF REPORTING PERSON*

CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 87157D109 13G

1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Level Global Investors, L.P.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [_] (b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5.	SOLE VOTING POWER 0
	6.	SHARED VOTING POWER 1,425,000
	7.	SOLE DISPOSITIVE POWER 0
	8.	SHARED DISPOSITIVE POWER 1,425,000

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,425,000

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* [_]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.82%

12. TYPE OF REPORTING PERSON*

PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 87157D109 13G

1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Level Global, L.L.C.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [_] (b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5.	SOLE VOTING POWER 0
	6.	SHARED VOTING POWER 1,425,000
	7.	SOLE DISPOSITIVE POWER 0
	8.	SHARED DISPOSITIVE POWER 1,425,000

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,425,000

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* [_]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.82%

12. TYPE OF REPORTING PERSON*

OO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 87157D109 13G

1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

David Ganek

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [_] (b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5.	SOLE VOTING POWER 0
	6.	SHARED VOTING POWER 1,425,000
	7.	SOLE DISPOSITIVE POWER 0
	8.	SHARED DISPOSITIVE POWER 1,425,000

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,425,000

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* [_]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.82%

12. TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

Item 1 (a) Name of Issuer: Synaptics Incorporated

Item 1 (b) Address of Issuer's Principal Executive Offices:

3120 Scott Blvd., Suite 130, Santa Clara, California 95054

Item 2 (a) Name of Person Filing:

(i) Level Global Overseas Master Fund, Ltd. with respect to shares of common stock beneficially owned by it.

(ii) Level Global Investors, L.P. with respect to shares of common stock beneficially owned by Level Global Overseas Master Fund, Ltd.

(iii) Level Global, L.L.C. with respect to shares of common stock beneficially owned by Level Global Investors, L.P. and Level Global Overseas Master Fund, Ltd.

(iv) David Ganek with respect to shares of common stock beneficially owned by Level Global, L.L.C, Level Global Investors, L.P. and Level Global Overseas Master Fund, Ltd.

Item 2 (b) Address of Principal Business Office or, if none, Residence:

The address of the principal business office of Level Global Investors, L.P., Level Global, L.L.C. and David Ganek is 537 Steamboat Road, Suite 400, Greenwich, Connecticut 06830. The address of the principal business office of Level Global Overseas Master Fund, Ltd. is c/o Citco Fund Services (Bermuda) Limited, Washington Mall West, 2nd Floor, 7 Reid Street, Hamilton HM11, Bermuda.

Item 2 (c) Citizenship:

Level Global Investors, L.P. is a Delaware limited partnership. Level Global, L.L.C. is a Delaware limited liability company. Level Global Overseas Master Fund, Ltd. is an exempted company incorporated under the laws of the Cayman Islands. David Ganek is a United States citizen.

Item 2 (d) Title of Class of Securities:

Common Stock, par value $0.001 per share

Item 2 (e) CUSIP Number: 87157D109

Item 3 Not Applicable

Item 4 Ownership.

The percentages used herein are calculated based upon the shares of Common Stock issued and outstanding as of January 20, 2006 as reported by Synaptics Incorporated.

(i) Level Global Overseas Master Fund, Ltd. has shared voting and dispositive powers with respect to (a) 1,175,000 shares of Common Stock, (b) call options to purchase up to an aggregate of 150,000 shares of Common Stock by February 30, 2006, and (c) call options to purchase up to an aggregate of 100,000 shares of Common Stock by March 30, 2006 which, in the aggregate, constitute approximately 5.82% of such class of securities. Level Global Overseas Master Fund, Ltd. does not have sole voting or dispositive powers with respect to such shares of Common Stock.

(ii) Level Global Investors, L.P. has shared voting and dispositive powers with respect to (a) 1,175,000 shares of Common Stock, (b) call options to purchase up to an aggregate of 150,000 shares of Common Stock by February 30, 2006, and (c) call options to purchase up to an aggregate of 100,000 shares of Common Stock by March 30, 2006 which, in the aggregate, constitute approximately 5.82% of such class of securities. Level Global Investors, L.P. does not have sole voting or dispositive powers with respect to such shares of Common Stock.

(iii) Level Global, L.L.C. has shared voting and dispositive powers with respect to (a) 1,175,000 shares of Common Stock, (b) call options to

purchase up to an aggregate of 150,000 shares of Common Stock by February 30, 2006, and (c) call options to purchase up to an aggregate of 100,000 shares of Common Stock by March 30, 2006 which, in the aggregate, constitute approximately 5.82% of such class of securities. Level Global, L.L.C. does not have sole voting or dispositive powers with respect to such shares of Common Stock.

(iv) David Ganek has shared voting and dispositive powers with respect to (a) 1,175,000 shares of Common Stock, (b) call options to purchase up to an aggregate of 150,000 shares of Common Stock by February 30, 2006, and (c) call options to purchase up to an aggregate of 100,000 shares of Common Stock by March 30, 2006 which, in the aggregate, constitute approximately 5.82% of such class of securities. David Ganek does not have sole voting or dispositive powers with respect to such shares of Common Stock.

Level Global Investors, L.P., Level Global, L.L.C. and David Ganek do not directly own shares of Common Stock. Pursuant to an investment management agreement, Level Global Investors, L.P. shares all voting and investment powers with respect to the securities held by Level Global Overseas Master Fund, Ltd. Level Global, L.L.C. acts as the general partner of Level Global Investors, L.P. David Ganek controls Level Global Investors, L.P. and Level Global, L.L.C.

Item 5 Ownership of Five Percent or Less of a Class

Not applicable

Item 6 Ownership of More than Five Percent on Behalf of Another Person

Not applicable

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person

Not applicable

Item 8 Identification and Classification of Members of the Group

Not applicable

Item 9 Notice of Dissolution of Group

Not applicable

Item 10 Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 1, 2006

Level Global Overseas Master Fund, Ltd.

By: Level Global Investors, L.P., as investment manager to Level Global Overseas Master Fund, Ltd.

By: Level Global, L.L.C., as general partner of Level Global Investors, L.P.

By: /s/ David Ganek

Name: David Ganek
Title: Managing Member

Level Global Investors, L.P.

By: Level Global, L.L.C., as general partner of Level Global Investors, L.P.

By: /s/ David Ganek

Name: David Ganek
Title: Managing Member

Level Global, L.L.C.

By: /s/ David Ganek

Name: David Ganek
Title: Managing Member

David Ganek

/s/ David Ganek

Title: Managing Member, Level Global, L.L.C.