

LEE FRANCIS F
Form 4/A
January 25, 2006

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LEE FRANCIS F

(Last) (First) (Middle)

3120 SCOTT BLVD., STE. 130

(Street)

SANTA CLARA, CA 95054

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/05/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)
12/07/2005

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

President and CEO

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	(A) or (D)	Price
Common Stock	12/05/2005		M		20,000	A	\$ 9 28,810
Common Stock	12/05/2005		S ⁽¹⁾		100	D	\$ 27.5 28,710
Common Stock	12/05/2005		S ⁽¹⁾		7,222	D	\$ 27.51 21,488
Common Stock	12/05/2005		S ⁽¹⁾		100	D	\$ 27.55 21,388
Common Stock	12/05/2005		S ⁽¹⁾		600	D	\$ 27.56 20,788

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Common Stock	12/05/2005	<u>S(1)</u>	400	D	\$ 27.6	20,388	D	
Common Stock	12/05/2005	<u>S(1)</u>	400	D	\$ 27.65	19,988	D	
Common Stock	12/05/2005	<u>S(1)</u>	400	D	\$ 27.68	19,588	D	
Common Stock	12/05/2005	<u>S(1)</u>	100	D	\$ 27.71	19,488	D	
Common Stock	12/05/2005	<u>S(1)</u>	100	D	\$ 27.74	19,388	D	
Common Stock	12/05/2005	<u>S(1)</u>	200	D	\$ 27.75	19,188	D	
Common Stock	12/05/2005	<u>S(1)</u>	100	D	\$ 27.76	19,088	D	
Common Stock	12/05/2005	<u>S(1)</u>	100	D	\$ 27.77	18,988	D	
Common Stock	12/05/2005	<u>S(1)</u>	400	D	\$ 27.8	18,588	D	
Common Stock	12/05/2005	<u>S(1)</u>	442	D	\$ 27.81	18,146	D	
Common Stock	12/05/2005	<u>S(1)</u>	658	D	\$ 27.85	17,488	D	
Common Stock	12/05/2005	<u>S(1)</u>	8,678	D	\$ 27.88	8,810	D	
Common Stock						26,134	I	By Trust <u>(2)</u>
Common Stock						8,000	I	As custodian <u>(3)</u>
Common Stock						90,433	I	By Trust <u>(4)</u>
Common Stock						90,433	I	By Trust <u>(5)</u>
Common Stock						4,000 <u>(6)</u>	I	By Daughter

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

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(9-02)

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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)	\$ 9	12/05/2005		M	20,000	(7) 01/07/2012	Common Stock 20,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
LEE FRANCIS F 3120 SCOTT BLVD., STE. 130 SANTA CLARA, CA 95054	X President and CEO

Signatures

Jean E. Harris,
attorney-in-fact 01/25/2006

__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 May 25, 2005.
- (2) The shares are held by Francis F. Lee and Evelyn C. Lee as Co-Trustees of the Lee 1999 Living Trust dated March 16, 1999.
- (3) The shares are held by the reporting person as custodian for his children.
- (4) The shares are held by Francis F. Lee, Trustee of the Francis Lee 2002 Irrevocable Trust.
- (5) The shares are held by Evelyn C. Lee, the reporting person's spouse, Trustee of the Evelyn Lee 2002 Irrevocable Trust.
- (6) The reporting person disclaims beneficial ownership of the securities held indirectly by his daughter, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- (7) 16,667 of the shares subject to the option vested and became exercisable on February 18, 2005, and 1/12th of the total number of shares subject to the option vested or shall vest and become or shall become exercisable on the 18th day of each month thereafter.

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