

SYNAPTICS INC
Form 4
February 03, 2015

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 *
Sewell Bretton

(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)
01/30/2015

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, Corporate Development

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | Code V | Amount (A) or (D) Price | | |
| Common Stock | 02/02/2015 | | | M | 1,965 A \$ 26.04 | 18,480 (1) (2) | D |
| Common Stock | 02/02/2015 | | | S(3) | 1,965 D \$ 77.88 | 16,515 (1) (2) | D |
| Common Stock | 02/02/2015 | | | F | 457 (4) D \$ 77.88 | 16,058 (1) (2) | D |

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

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number.

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 | |
| Employee Stock Option (Right to Buy) | \$ 76.81 | 01/30/2015 | | A | 3,000 | ⁽⁵⁾ 01/30/2022 | Common Stock | 3,000 |
| Employee Stock Option (Right to Buy) | \$ 26.04 | 02/02/2015 | | M | 1,965 | ⁽⁶⁾ 05/22/2019 | Common Stock | 1,965 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Sewell Bretton 1251 MCKAY DRIVE SAN JOSE, CA 95131 | | | SVP, Corporate Development | |

Signatures

Kermit Nolan, as
attorney-in-fact

02/03/2015

**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) Includes 650 shares acquired under the Issuer's employee stock purchase plan in November 2014, but not previously reported.
- (2) The amount of securities beneficially owned by the reporting person on the reporting person's previous Form 4 erroneously included an additional 4,300 shares.
- (3) The shares were sold pursuant to a 10b5-1 Sales Plan dated August 29, 2014.

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- (4) Represents shares of common stock withheld by the Issuer to satisfy certain tax withholding obligations associated with the vesting of deferred stock units.
- (5) 1/12th of the total number of shares subject to the option shall vest and become exercisable each quarter following the January 30, 2015 date of grant, until fully vested on January 30, 2018.
25% of the total number of shares subject to the option vested and became exercisable on the twelve month anniversary of the May 22, 2012 grant date, and 1/48th of the total number of shares subject to the option vested or shall vest and became or shall become exercisable on the 22nd day of each month thereafter until fully vested on May 22, 2016.
- (6) 25% of the total number of shares subject to the option vested and became exercisable on the twelve month anniversary of the May 22, 2012 grant date, and 1/48th of the total number of shares subject to the option vested or shall vest and became or shall become exercisable on the 22nd day of each month thereafter until fully vested on May 22, 2016.

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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