

SYNAPTICS INC
Form 4
January 28, 2014

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 *
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)
01/24/2014

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 Indirect Ownership (Instr. 4)
			Code	V	Amount or Price (A) or (D)		
Common Stock	01/24/2014		M		12,949 A \$ 26.04	D	
Common Stock	01/24/2014		M		729 A \$ 23.16	D	
Common Stock	01/24/2014		M		572 A \$ 35.76	D	
Common Stock	01/24/2014		S ⁽¹⁾		9,450 D \$ 59.5	D	18,869
Common Stock	01/24/2014		S ⁽¹⁾		4,800 D \$ 59.98	D	14,069

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

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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)	\$ 26.04	01/24/2014		M	12,949	<u>(2)</u> 05/22/2019	Common Stock 12,949
Employee Stock Option (Right to Buy)	\$ 23.16	01/24/2014		M	729	<u>(3)</u> 10/31/2019	Common Stock 729
Employee Stock Option (Right to Buy)	\$ 35.76	01/24/2014		M	572	<u>(4)</u> 01/28/2020	Common Stock 572

Reporting Owners

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

Signatures

Kermit Nolan, as attorney-in-fact 01/27/2014

__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 31, 2013.
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.
- (3) 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.
- (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 28th day of each month following the date of grant until fully vested on January 28, 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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