#### SYNOVUS FINANCIAL CORP

Form 4

February 12, 2015

## FORM 4

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

OMB APPROVAL

OMB
Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

Form 4 or Form 5 obligations may continue.

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

2. Issuer Name and Ticker or Trading

Symbol

response... 0.5

Estimated average

burden hours per

5. Relationship of Reporting Person(s) to

Issuer

*See* Instruction 1(b).

(Print or Type Responses)

KAMENSKY ALLAN E

1. Name and Address of Reporting Person \*

			SYNOVUS FINANCIAL CORP [SNV]				RP	(Check all applicable)			
(Last) P.O. 120	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/10/2015					Director 10% OwnerX_ Officer (give titleX_ Other (specify below)  EVP and Corporate Secretary / General Counsel			
	(Street)		4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
COLUMBU	JS, GA 31902		Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Execution	emed on Date, if Day/Year)	Code (Instr. 8	8)	4. Securi on(A) or Di (Instr. 3,	spose 4 and (A) or	d of (D) 5)  Price	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
Common Stock	02/10/2015			F		555 <u>(1)</u>	D	\$ 27.67	36,846	D	
Common Stock	02/10/2015			A		200 (2)	A	\$ 27.67	37,046	D	
Common Stock	02/10/2015			F		908 (1)	D	\$ 27.67	36,138	D	
Common Stock									1,111	I	By Children
Common Stock									5,735	I	By Spouse

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

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SEC 1474 (9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Title	and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	ctionNumber	Expiration Da	ate	Amour	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	<ol><li>Derivative</li></ol>	e		Securit	ties	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
							Expiration Date	Title I	or	
									Number	
									of	
				Code	V (A) (D)				Shares	

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KAMENSKY ALLAN E

P.O. 120 EVP and Corporate Secretary General Counsel

COLUMBUS, GA 31902

### **Signatures**

/s/ Mary Maurice Young 02/12/2015

\*\*Signature of Reporting 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) These shares were withheld upon the vesting of restricted stock to pay tax withholding obligations.

On February 11, 2014, the reporting person reported the grant of certain market restricted stock units (the "MRSUs"). The MRSUs have a service-based vesting component as well as a Total Shareholder Return Multiplier. On February 10, 2015, pursuant to the terms of the

service-based vesting component of the MRSUs, the first tranche of such award vested. Based upon the Total Shareholder Return Multiplier, the reporting person received 172 additional shares of the Company's restricted stock, such shares representing the amount vested in excess of the target amount of MRSUs initially reported on Form 4 in February 2014. In addition, the reporting person received 28 shares of the Company's restricted stock through the accrual of dividend equivalents.

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

Reporting Owners 2

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