

SYNAPTICS Inc
Form 4
November 01, 2016

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 *
Barber Kevin D

(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)
10/28/2016

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)
See Remarks

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 or (D) Price | | |
| Common Stock | 10/28/2016 | | A | | 8,200 (1) \$ 0 | D | |
| Common Stock | 10/31/2016 | | F | | 751 (3) \$ 52.12 | D | |
| Common Stock | 10/31/2016 | | A | | 1,429 (4) \$ 0 | D | |
| Common Stock | 10/31/2016 | | F | | 537 (5) \$ 52.12 | D | |
| Common Stock | 10/31/2016 | | S(6) | | \$ 7,693 52.1223 (7) | D | |

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| | | | | | | | |
|--------------|------------|------------------|-------|---|------------------|--------|---|
| Common Stock | 10/31/2016 | S ⁽⁶⁾ | 200 | D | \$ 52.575 (8) | 17,900 | D |
| Common Stock | 11/01/2016 | S ⁽⁶⁾ | 5,701 | D | \$ 52.31 | 12,199 | D |

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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option (Right to Buy) | \$ 52.57 | 10/28/2016 | | A | 5,150 | (9) 10/28/2023 | Common Stock | 5,150 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------|-------|
| | Director | 10% Owner | Officer | Other |
| Barber Kevin D 1251 MCKAY DRIVE SAN JOSE, CA 95131 | | | See Remarks | |

Signatures

Kermit Nolan, as attorney-in-fact
11/01/2016

**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) One-third of the total number of deferred stock units shall vest on each anniversary following the vesting commencement date of 10/31/2016, until fully vested on 10/31/2019.
- (2) Includes 248 shares acquired under the Issuer's employee stock purchase plan in November 2015 and 171 shares acquired under the Issuer's employee stock purchase plan in May 2016.
- (3) Represents shares of common stock withheld by the Issuer to satisfy certain tax withholding obligations associated with the vesting of deferred stock units.
- (4) Reflects shares released October 31, 2016 in connection with the vesting of performance-based market stock units granted on October 28, 2013.
- (5) Represents shares of common stock withheld by the Issuer to satisfy certain tax withholding obligations associated with the vesting of performance-based market stock units.
- (6) The shares were sold pursuant to a 10b5-1 Trading Plan dated August 18, 2016.
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$51.49 to \$52.47, inclusive. The reporting person undertakes to provide to Synaptics Incorporated (the "Company"), any security holder of the Company, or the staff of the Securities and Exchange Commission (the "SEC"), upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (7) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$52.57 to \$52.58, inclusive. The reporting person undertakes to provide to the Company, any security holder of the Company, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (8) 33% of the total number of shares subject to the option shall vest and become exercisable one year following the vesting commencement date of 10/28/2016, with the remaining 2/3rds vesting quarterly until fully vested on October 28, 2019.
- (9)

Remarks:

The reporting person is the Senior Vice President and General Manager, Smart Display Division (SDD).

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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