

Irving Lawrence R.
Form 4
December 07, 2011

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Irving Lawrence R.

2. Issuer Name **and** Ticker or Trading
Symbol
**SYNCHRONOSS
TECHNOLOGIES INC [SNCR]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
750 ROUTE 202, SUITE 600
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/06/2011

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
Chief Financial Officer

BRIDGEWATER, NJ 08807

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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)
Common Stock	12/06/2011		M	V Amount (A) or (D) Price 5,675 A \$ 12.68	147,156	D	
Common Stock	12/07/2011		M	5,675 A \$ 12.68	152,831	D	
Common Stock	12/06/2011		S	5,675 D \$ 30.14 (1)	147,156	D	
Common Stock	12/07/2011		S	5,675 D \$ 30.34 (2)	141,481	D	

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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)	Amount or Number of Shares
Stock Option (Right to Purchase)	\$ 12.68	12/06/2011		M	5,675	12/05/2007 ⁽³⁾ 12/05/2016	Common Stock	5,675
Stock Option (Right to Purchase)	\$ 12.68	12/07/2011		M	5,675	12/05/2007 ⁽³⁾ 12/05/2016	Common Stock	5,675

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Irving Lawrence R. 750 ROUTE 202 SUITE 600 BRIDGEWATER, NJ 08807			Chief Financial Officer	

Signatures

/s/ Lawrence R.
Irving
12/07/2011
**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 weighted average sales price is reported as stock sales were aggregated for reporting purposes. The per share transaction price ranged from \$29.89 to \$30.45. The reporting person will provide, upon request from an appropriate party, the pre share sales volume and prices.
 - (2) The weighted average sales price is reported as stock sales were aggregated for reporting purposes. The per share transaction price ranged from \$29.83 to \$30.71. The reporting person will provide, upon request from an appropriate party, the pre share sales volume and prices.
- The option shall become exercisable with respect to the first 25 percent of the shares subject to the option when the Reporting Person
- (3) completes 12 months of continuous service after December 5, 2007. The option shall become exercisable with respect to an additional 1/48th of the shares subject to the option when the Reporting Person completes each month of continuous service thereafter.

Remarks:

All of the sales reported on this Form were effected pursuant to an approved Rule 10b5-1 trading plan.

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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