

SYNAPTICS INC
Form 4
February 08, 2005

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 *
LEE FRANCIS F

(Last) (First) (Middle)
2381 BERING 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)
02/04/2005

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)
President and CEO

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 or Price		
Common Stock	02/04/2005		M		40,000 A \$ 16.4	48,265 ⁽¹⁾	D
Common Stock	02/04/2005		S ⁽²⁾		35,000 D \$ 39.9881	13,265 ⁽¹⁾	D
Common Stock	02/04/2005		S ⁽²⁾		2,300 D \$ 39.9981	10,965 ⁽¹⁾	D
Common Stock	02/04/2005		S ⁽²⁾		1,000 D \$ 40.0081	9,965 ⁽¹⁾	D
Common Stock	02/04/2005		S ⁽²⁾		1,700 D \$ 40.0181	8,265 ⁽¹⁾	D

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Common Stock	26,134	I	By Trust <u>(3)</u>
Common Stock	8,000	I	As custodian <u>(4)</u>
Common Stock	90,433	I	By Trust <u>(5)</u>
Common Stock	90,433	I	By Trust <u>(6)</u>
Common Stock	4,000 <u>(7)</u>	I	By Daughter

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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (Right to Buy)	\$ 16.4	02/04/2005		M	40,000	<u>(8)</u>	01/21/2014	Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEE FRANCIS F 2381 BERING DRIVE SAN JOSE, CA 95131	X		President and CEO	

Signatures

Don Kirby, as
attorney-in-fact

02/08/2005

__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 1,366 shares acquired under the issuer's employee stock purchase plan in December 2004.
 - (2) The shares were sold pursuant to a 10b5-1 Sales Plan dated February 1, 2005.
Includes a total of 2,858 shares previously held indirectly by Francis F. Lee, Trustee of the Francis Lee 2002 Irrevocable Trust and
 - (3) Evelyn C. Lee, Trustee of the Evelyn Lee 2002 Irrevocable Trust. The shares are held by Francis F. Lee and Evelyn C. Lee as Co-Trustees of the Lee 1999 Living Trust dated March 16, 1999.
 - (4) The shares are held by the reporting person as custodian for his children.
 - (5) The shares are held by Francis F. Lee, Trustee of the Francis Lee 2002 Irrevocable Trust.
 - (6) The shares are held by Evelyn C. Lee, the reporting person's spouse, Trustee of the Evelyn Lee 2002 Irrevocable Trust.
 - (7) The reporting person disclaims beneficial ownership of the securities held indirectly by his daughter, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
25% of the total number of shares subject to the option vested and became exercisable on the twelve month anniversary of the January 21,
 - (8) 2004 vesting commencement date, and 1/48th of the total number of shares subject to the option shall vest and become exercisable on the 21st day of each month thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.