

SYNCHRONOSS TECHNOLOGIES INC

Form 4

May 11, 2007

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Waldis Stephen G

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)
05/09/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

BRIDGEWATER, NJ 08807

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V Amount Price | | | |
| Common Stock | 05/09/2007 | | S | 100 D \$ 23.33 | 309,848 | I | See footnote (1) |
| Common Stock | 05/09/2007 | | S | 100 D \$ 23.38 | 309,748 | I | See footnote (1) |
| Common Stock | 05/09/2007 | | S | 200 D \$ 23.5 | 309,548 | I | See footnote (1) |
| Common Stock | 05/09/2007 | | S | 100 D \$ 23.51 | 309,448 | I | See footnote |

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| | | | | | | | | | (1) |
|--------------|------------|--|---|-----|---|----------|---------|---|------------------|
| Common Stock | 05/09/2007 | | S | 100 | D | \$ 23.52 | 309,348 | I | See footnote (1) |
| Common Stock | 05/09/2007 | | S | 100 | D | \$ 23.55 | 309,248 | I | See footnote (1) |
| Common Stock | 05/09/2007 | | S | 100 | D | \$ 23.59 | 309,148 | I | See footnote (1) |
| Common Stock | 05/09/2007 | | S | 100 | D | \$ 23.65 | 309,048 | I | See footnote (1) |
| Common Stock | 05/09/2007 | | S | 100 | D | \$ 23.7 | 308,948 | I | See footnote (1) |
| Common Stock | 05/09/2007 | | S | 100 | D | \$ 23.73 | 308,848 | I | See footnote (1) |
| Common Stock | 05/09/2007 | | S | 100 | D | \$ 23.8 | 308,748 | I | See footnote (1) |
| Common Stock | 05/09/2007 | | S | 100 | D | \$ 23.87 | 308,648 | I | See footnote (1) |
| Common Stock | 05/09/2007 | | S | 100 | D | \$ 23.9 | 308,548 | I | See footnote (1) |
| Common Stock | 05/09/2007 | | S | 100 | D | \$ 24 | 308,448 | I | See footnote (1) |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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 | 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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned |
|--|---|--------------------------------------|--|--------------------------------|------------------------------------|--|---|--|---|
|--|---|--------------------------------------|--|--------------------------------|------------------------------------|--|---|--|---|

Security

Acquired
(A) or
Disposed
of (D)
(Instr. 3,
4, and 5)

Follo
Repo
Trans
(Instr

| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------|---|-----|-----|---------------------|--------------------|-------|--|
|------|---|-----|-----|---------------------|--------------------|-------|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Waldis Stephen G 750 ROUTE 202 SUITE 600 BRIDGEWATER, NJ 08807 | X | | President and CEO | |

Signatures

| | |
|------------------------------------|------------|
| /s/ Stephen G. Waldis | 05/11/2007 |
| **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) Shares held by the Waldis Family Partnership L.P., of which Stephen G. Waldis is the general partner.

Remarks:

Form 4 Filing - continuation report. Related transactions effected by the Reporting Party on May 9, 2007 are reported on addi
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