

SYNIVERSE HOLDINGS INC  
Form 4  
August 20, 2008

**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 \*  
GTCR MEZZANINE PARTNERS LP

(Last) (First) (Middle)

C/O GTCR GOLDR RAUNER, L.L.C., SEARS TOWER #6100

(Street)

CHICAGO, IL 60606-6402

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
SYNIVERSE HOLDINGS INC [SVR]

3. Date of Earliest Transaction (Month/Day/Year)  
08/18/2008

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) \_\_\_X\_\_\_ Other (specify below)  
See remarks below

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_\_\_ Form filed by One Reporting Person  
\_X\_ 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 (A) or (D) Price		
Common Stock, par value \$0.001 per share	08/19/2008		S		10 <sup>(1)</sup> D \$ 17.13	1,301	D
Common Stock, par value \$0.001 per share	08/19/2008		S		8 <sup>(1)</sup> D \$ 17.12	1,293	D
	08/19/2008		S		5 <sup>(1)</sup> D	1,288	D

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Common Stock, par value \$0.001 per share					\$					
					17.11					
Common Stock, par value \$0.001 per share	08/19/2008	S	7 <sup>(1)</sup>	D	\$ 17.1	1,281		D		
Common Stock, par value \$0.001 per share	08/19/2008	S	12 <sup>(1)</sup>	D	\$ 17.09	1,269		D		
Common Stock, par value \$0.001 per share	08/19/2008	S	3 <sup>(1)</sup>	D	\$ 17.07	1,266		D		
Common Stock, par value \$0.001 per share	08/19/2008	S	1 <sup>(1)</sup>	D	\$ 17.06	1,265		D		
Common Stock, par value \$0.001 per share	08/19/2008	S	3 <sup>(1)</sup>	D	\$ 17.05	1,262		D		
Common Stock, par value \$0.001 per share						66,250		I		See footnote <sup>(2)</sup>

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

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying	8. Price of Derivative Security	9. Number of Derivative Securities
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**Remarks:**

The Reporting Person may be deemed a director by virtue of its members serving on the board of directors of Syniverse Holdings Inc.

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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