

Rosenberger Karen
Form 3
January 05, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Rosenberger Karen | | (Month/Day/Year) | SYNCHRONOSS TECHNOLOGIES INC [SNCR] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | | | |
| 750 ROUTE 202 SOUTH | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Chief Accounting Officer | |
| BRIDGEWATER,Â NJÂ 08807 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 10,884 | D | Â |
| 2011-2012 Performance Shares | 6,000 ⁽¹⁾ | D | Â |
| 2010-2011 Performance Shares | 4,000 ⁽²⁾ | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|----------------------------------|---------------------------|-----------------|---------------------|----------------------------|------------------------------|---|------------|
| Stock Option (Right to Purchase) | 12/04/2008 ⁽³⁾ | 12/04/2014 | Common Stock | 6,364 | \$ 36.1 | D | Â |
| Stock Option (Right to Purchase) | 12/19/2009 ⁽⁴⁾ | 12/19/2015 | Common Stock | 8,166 | \$ 9.93 | D | Â |
| Stock Option (Right to Purchase) | 12/01/2010 ⁽⁵⁾ | 12/01/2016 | Common Stock | 4,453 | \$ 14 | D | Â |
| Stock Option (Right to Purchase) | 12/07/2011 ⁽⁶⁾ | 12/07/2017 | Common Stock | 9,000 | \$ 27.55 | D | Â |
| Stock Option (Right to Purchase) | 12/06/2012 ⁽⁷⁾ | 12/06/2018 | Common Stock | 9,500 | \$ 30.5 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Rosenberger Karen 750 ROUTE 202 SOUTH BRIDGEWATER, NJ 08807 | Â | Â | Â Chief Accounting Officer | Â |

Signatures

/s/ Karen Rosenberger 01/05/2012

__Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Represents target number of performance shares. The actual number of shares to be issued, which could range from 0 to one and one-half times the initial target amount, will depend upon the issuer's revenue and operating income during fiscal 2012. The shares, if any, will be issued in February 2013.
 - (2) Represents target number of performance shares. The actual number of shares to be issued, which could range from 0 to one and one-quarter times the initial target amount, will depend upon the issuer's revenue and operating income during fiscal 2011. The shares, if any, will be issued in February 2012.
 - (3) The option became exercisable with respect to the first 25 percent of the shares subject to the option when the Reporting Person completes 12 months of continuous service after December 4, 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.
 - (4) The option became exercisable with respect to the first 25 percent of the shares subject to the option when the Reporting Person completed 12 months of continuous service after December 5, 2008. The option becomes 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.
 - (5) The option became exercisable with respect to the first 25 percent of the shares subject to the option when the Reporting Person completes 12 months of continuous service after December 1, 2009. The option shall become exercisable with respect to an additional

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1/48th of the shares subject to the option when the Reporting Person completes each month of continuous service thereafter.

- The option became exercisable with respect to the first 25 percent of the shares subject to the option when the Reporting Person
- (6) completes 12 months of continuous service after December 7, 2010. 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.

- The option shall become exercisable with respect to the first 25 percent of the shares subject to the option when the Reporting Person
- (7) completes 12 months of continuous service after December 6, 2011. 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.

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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