

Levy Jordan
Form 3
February 09, 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 *

Â Levy Jordan

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

02/09/2012

3. Issuer Name **and** Ticker or Trading Symbol
Synacor, Inc. [SYNC]

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)

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

ONE HSBC CENTER, SUITE
3850

(Street)

BUFFALO,Â NYÂ 14203

(City)

(State)

(Zip)

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

75,862 ⁽¹⁾

D

Â

Common Stock

79,403 ⁽¹⁾I ⁽²⁾See footnote ⁽²⁾

Common Stock

2,702 ⁽¹⁾I ⁽³⁾See footnote ⁽³⁾

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

SEC 1473 (7-02)

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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

4. Conversion

5. Ownership

6. Nature of Indirect
Beneficial

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	Date Exercisable	Expiration Date	Derivative Security (Instr. 4) Title	Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)
Director stock option (right to purchase)	Â (4)	09/13/2017	Common Stock	30,000 (1)	\$ 2.52 (5)	D	Â
Director stock option (right to purchase)	Â (6)	11/17/2020	Common Stock	50,000 (1)	\$ 2.88 (5)	D	Â
Director stock option (right to purchase)	Â (7)	08/15/2021	Common Stock	17,500 (1)	\$ 3.32 (5)	D	Â
Series A Preferred Stofk	11/18/2002	Â (8)	Common Stock	64,104 (1)	\$ (8)	I (2)	See footnote (2)
Series B Preferred Stock	10/01/2004	Â (9)	Common Stock	27,000 (1)	\$ (9)	I (2)	See footnote (2)
Series B Preferred Stock	01/25/2005	Â (9)	Common Stock	10,500 (1)	\$ (9)	I (2)	See footnote (2)
Series C Preferred	10/19/2006	Â (10)	Common Stock	12,540 (1)	\$ (10)	I (2)	See footnote (2)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Levy Jordan ONE HSBC CENTER, SUITE 3850 BUFFALO, NY 14203	Â X	Â	Â	Â

Signatures

/s/ Julia Culkin,
attorney-in-fact

02/09/2012

**Signature of Reporting Person

Date

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) Reflects a 1 for 2 reverse stock split, effective as of immediately prior to the effectiveness of the Issuer's Registration Statement on Form S-1.
- (2) Held directly by JoRon Management LLC, of which the Reporting Person is one of two managers. The Reporting Person disclaims beneficial ownership of the shares held by JoRon Management LLC except to the extent of his pecuniary interest therein.
- (3) Held directly by the Reporting Person's son. The Reporting Person disclaims beneficial ownership of the shares held by his son.
- (4) 100% of the option was exercisable on the date of grant. Shares purchased upon exercise of the option were subject to repurchase by the Issuer until vested. 33% of the shares subject to the option vested on each of February 1, 2008 and February 1, 2009 and 34% of the shares subject to the option vested on February 1, 2010.

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- (5) Reflects the converted exercise price of each option share pursuant to the 1 for 2 reverse stock split, effective as of immediately prior to the effectiveness of the Issuer's Registration Statement on Form S-1.
- 100% of the option was exercisable on the date of grant. Shares purchased upon exercise of the option are subject to repurchase by the
- (6) Issuer until vested. 33% of the shares subject to the option vested on each of February 1, 2011 and February 1, 2012. 34% of the shares subject to the option will vest on February 1, 2013, subject to the Reporting Person's continuous service through such date.
- 100% of the option was exercisable on the date of grant. Shares purchased upon exercise of the option are subject to repurchase by the
- (7) Issuer until vested. 33% of the shares subject to the option vested on September 1, 2011. 33% of the shares subject to the option will vest on September 1, 2012 and 34% of the shares subject to the option will vest on September 1, 2013, subject to the Reporting Person's continuous service through such date.
- (8) The Series A Preferred Stock is convertible into common stock of the Issuer on a 1.5 for one basis and has no expiration date.
- (9) The Series B Preferred Stock is convertible into common stock of the Issuer on a 1.5 for one basis and has no expiration date.
- (10) The Series C Preferred Stock is convertible into common stock of the Issuer on a 1.5 for one basis and has no expiration date.

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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