

SYNAPTICS INC
Form 4
June 01, 2006

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)
3120 SCOTT BLVD., STE. 130
(Street)

SANTA CLARA, CA 95054

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SYNAPTICS INC [SYNA]

3. Date of Earliest Transaction (Month/Day/Year)
05/30/2006

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 05/30/2006 | | M | | 60,000 A \$ 1 | 69,233 | D |
| Common Stock | 05/30/2006 | | M | | 20,000 A \$ 16.4 | 89,233 | D |
| Common Stock | 05/30/2006 | | S ⁽¹⁾ | | 600 D \$ 24.53 | 88,633 | D |
| Common Stock | 05/30/2006 | | S ⁽¹⁾ | | 400 D \$ 24.5 | 88,233 | D |
| Common Stock | 05/30/2006 | | S ⁽¹⁾ | | 200 D \$ 24.27 | 88,033 | D |

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| | | | | | | | |
|--------------|------------|-------------|--------|---|----------|--------|---|
| Common Stock | 05/30/2006 | <u>S(1)</u> | 253 | D | \$ 24.26 | 87,780 | D |
| Common Stock | 05/30/2006 | <u>S(1)</u> | 900 | D | \$ 24.25 | 86,880 | D |
| Common Stock | 05/30/2006 | <u>S(1)</u> | 1,577 | D | \$ 24.24 | 85,303 | D |
| Common Stock | 05/30/2006 | <u>S(1)</u> | 2,812 | D | \$ 24.23 | 82,491 | D |
| Common Stock | 05/30/2006 | <u>S(1)</u> | 3,596 | D | \$ 24.22 | 78,895 | D |
| Common Stock | 05/30/2006 | <u>S(1)</u> | 3,575 | D | \$ 24.21 | 75,320 | D |
| Common Stock | 05/20/2006 | <u>S(1)</u> | 3,184 | D | \$ 24.2 | 72,136 | D |
| Common Stock | 05/30/2006 | <u>S(1)</u> | 15,383 | D | \$ 24.19 | 56,753 | D |
| Common Stock | 05/30/2006 | <u>S(1)</u> | 7,645 | D | \$ 24.18 | 49,108 | D |
| Common Stock | 05/30/2006 | <u>S(1)</u> | 4,560 | D | \$ 24.17 | 44,548 | D |
| Common Stock | 05/30/2006 | <u>S(1)</u> | 5,600 | D | \$ 24.16 | 38,948 | D |
| Common Stock | 05/30/2006 | <u>S(1)</u> | 5,033 | D | \$ 24.15 | 33,915 | D |
| Common Stock | 05/30/2006 | <u>S(1)</u> | 6,967 | D | \$ 24.14 | 26,948 | D |
| Common Stock | 05/30/2006 | <u>S(1)</u> | 2,946 | D | \$ 24.13 | 24,002 | D |
| Common Stock | 05/30/2006 | <u>S(1)</u> | 2,138 | D | \$ 24.12 | 21,864 | D |
| Common Stock | 05/30/2006 | <u>S(1)</u> | 4,020 | D | \$ 24.11 | 17,844 | D |
| Common Stock | 05/30/2006 | <u>S(1)</u> | 1,000 | D | \$ 24.1 | 16,844 | D |
| Common Stock | 05/30/2006 | <u>S(1)</u> | 100 | D | \$ 24.09 | 16,744 | D |
| Common Stock | 05/30/2006 | <u>S(1)</u> | 1,742 | D | \$ 24.08 | 15,002 | D |
| Common Stock | 05/30/2006 | <u>S(1)</u> | 382 | D | \$ 24.07 | 14,620 | D |
| | 05/30/2006 | <u>S(1)</u> | 1,562 | D | | 13,058 | D |

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| | | | | | | | | | |
|--------------|------------|--|------------------|-------|----|----|-------|--------|-------|
| Common Stock | | | | | \$ | | | | 24.04 |
| Common Stock | 05/30/2006 | | S ⁽¹⁾ | 500 | D | \$ | 24.03 | 12,558 | D |
| Common Stock | 05/30/2006 | | S ⁽¹⁾ | 409 | D | \$ | 23.95 | 12,149 | D |
| Common Stock | 05/30/2006 | | S ⁽¹⁾ | 1,200 | D | \$ | 23.94 | 10,949 | D |
| Common Stock | 05/30/2006 | | S ⁽¹⁾ | 500 | D | \$ | 23.93 | 10,449 | D |

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.

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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) | 8. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Director Stock Option (Right to Buy) | \$ 1 | 05/30/2006 | | M | 60,000 | ⁽²⁾ 12/22/2008 | Common Stock | 60,000 |
| Director Stock Option (Right to Buy) | \$ 16.4 | 05/30/2006 | | M | 20,000 | ⁽³⁾ 01/21/2014 | Common Stock | 20,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

LEE FRANCIS F
3120 SCOTT BLVD., STE. 130 X President and CEO
SANTA CLARA, CA 95054

Signatures

Jean E. Harris, as
attorney-in-fact 06/01/2006

__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) The shares were sold pursuant to a 10b5-1 Sales Plan dated May 23, 2006.
25% of the total number of shares subject to the option vested and became exercisable on the twelve month anniversary of the 12/22/98
 - (2) vesting commencement date, and 1/48th of the total number of shares subject to the option vested and became exercisable each month thereafter.
25% of the total number of shares subject to the option vested and became exercisable on the twelve month anniversary of the January 21,
 - (3) 2004 vesting commencement date, and 1/48th of the total number of shares subject to the option vested or shall vest and became or shall become exercisable on the 21st day of each month thereafter.

Remarks:

May 30, 2006 Form 4 for Francis F. Lee (Form 1 of 2)

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