

LEE FRANCIS F
Form 4
November 17, 2004

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 *
LEE FRANCIS F

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

2381 BERING DRIVE

11/16/2004

President and CEO

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

SAN JOSE, CA 95131

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 11/16/2004 | | M | | 50,000 A \$ 7.37 | 56,899 (1) | D |
| Common Stock | 11/16/2004 | | S | | 1,000 D \$ 34.5 | 55,899 (1) | D |
| Common Stock | 11/16/2004 | | S | | 1,000 D \$ 34.58 | 54,899 (1) | D |
| Common Stock | 11/16/2004 | | S | | 6,000 D \$ 34.6 | 48,899 (1) | D |
| Common Stock | 11/16/2004 | | S | | 2,000 D \$ 34.61 | 46,899 (1) | D |

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| | | | | | | | | |
|--------------|------------|---|-------|---|----------|-------------------|---|-------------------------|
| Common Stock | 11/16/2004 | S | 3,000 | D | \$ 34.63 | 43,899 <u>(1)</u> | D | |
| Common Stock | 11/16/2004 | S | 3,000 | D | \$ 34.68 | 40,899 <u>(1)</u> | D | |
| Common Stock | 11/16/2004 | S | 1,000 | D | \$ 34.7 | 39,899 <u>(1)</u> | D | |
| Common Stock | 11/16/2004 | S | 2,000 | D | \$ 34.72 | 37,899 <u>(1)</u> | D | |
| Common Stock | 11/16/2004 | S | 5,000 | D | \$ 34.75 | 32,899 <u>(1)</u> | D | |
| Common Stock | 11/16/2004 | S | 2,000 | D | \$ 34.8 | 30,899 <u>(1)</u> | D | |
| Common Stock | 11/16/2004 | S | 4,000 | D | \$ 34.82 | 26,899 <u>(1)</u> | D | |
| Common Stock | 11/16/2004 | S | 5,500 | D | \$ 34.85 | 21,399 <u>(1)</u> | D | |
| Common Stock | 11/16/2004 | S | 1,000 | D | \$ 34.88 | 20,399 <u>(1)</u> | D | |
| Common Stock | 11/16/2004 | S | 1,000 | D | \$ 35.05 | 19,399 <u>(1)</u> | D | |
| Common Stock | 11/16/2004 | S | 5,000 | D | \$ 35.11 | 14,399 <u>(1)</u> | D | |
| Common Stock | 11/16/2004 | S | 2,500 | D | \$ 35.18 | 11,899 <u>(1)</u> | D | |
| Common Stock | 11/16/2004 | S | 2,000 | D | \$ 35.6 | 9,899 <u>(1)</u> | D | |
| Common Stock | 11/16/2004 | S | 1,000 | D | \$ 35.7 | 8,899 <u>(1)</u> | D | |
| Common Stock | 11/16/2004 | S | 1,000 | D | \$ 35.9 | 7,899 <u>(1)</u> | D | |
| Common Stock | 11/16/2004 | S | 1,000 | D | \$ 36 | 6,899 <u>(1)</u> | D | |
| Common Stock | | | | | | 23,276 | I | By Trust <u>(2)</u> |
| Common Stock | | | | | | 8,000 | I | As custodian <u>(3)</u> |
| Common Stock | | | | | | 91,862 | I | By Trust <u>(4)</u> |
| Common Stock | | | | | | 91,862 | I | By Trust <u>(5)</u> |

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Common Stock 4,000 ⁽⁶⁾ I By Daughter

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 (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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Option (Right to Buy) | \$ 7.37 | 11/16/2004 | | M | 50,000 | ⁽⁷⁾ 02/05/2013 | Common Stock | 50,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LEE FRANCIS F 2381 BERING DRIVE SAN JOSE, CA 95131 | X | | President and CEO | |

Signatures

Francis F. Lee 11/16/2004

**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) Includes 1,500 shares acquired under the issuer's employee stock purchase plan in June 2004.
- (2) The shares are held by Francis F. Lee and Evelyn C. Lee as Co-Trustees of the Lee 1999 Living Trust dated March 16, 1999.

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- (3) The shares are held by the reporting person as custodian for his children.
- (4) The shares are held by Francis F. Lee, Trustee of the Francis Lee 2002 Irrevocable Trust.
- (5) The shares are held by Evelyn C. Lee, the reporting person's spouse, Trustee of the Evelyn Lee 2002 Irrevocable Trust.
- (6) The reporting person disclaims beneficial ownership of the securities held indirectly by his daughter, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
25% of the total number of shares subject to the option vested and became exercisable on the twelve month anniversary of the February 5,
- (7) 2003 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 5th day of each month 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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