

BINION LAURA E
Form 4
February 19, 2010

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BINION LAURA E

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O SYNIVERSE HOLDINGS,
INC., 8125 HIGHWOODS PALM
WAY

3. Date of Earliest Transaction
(Month/Day/Year)
02/17/2010

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
General Counsel & Secretary

(Street)
TAMPA, FL 33647

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/17/2010		A	(A) or (D) Amount 4,050 (1) Price \$ 0	32,538	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
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SEC 1474
(9-02)

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

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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. D S (I																											
<table border="0" style="width: 100%;"> <tr> <td></td><td></td><td></td><td></td><td>Code</td><td>V</td><td>(A)</td><td>(D)</td><td></td></tr> <tr> <td>Employee Stock Option (right to buy)</td><td>\$ 16.68</td><td>02/17/2010</td><td></td><td>A</td><td></td><td>9,330</td><td><u>(2)</u></td><td>02/17/2017</td></tr> <tr> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td>Common Stock</td><td>9,330</td></tr> </table>													Code	V	(A)	(D)		Employee Stock Option (right to buy)	\$ 16.68	02/17/2010		A		9,330	<u>(2)</u>	02/17/2017								Common Stock	9,330
				Code	V	(A)	(D)																												
Employee Stock Option (right to buy)	\$ 16.68	02/17/2010		A		9,330	<u>(2)</u>	02/17/2017																											
							Common Stock	9,330																											

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BINION LAURA E C/O SYNIVERSE HOLDINGS, INC. 8125 HIGHWOODS PALM WAY TAMPA, FL 33647			General Counsel & Secretary	

Signatures

/s/ Laura E.
Binion

02/19/2010

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) Reflects performance-based restricted stock that may vest as to 0% - 100% of the shares in 2013 based on the achievement of pre-established performance targets.
- (2) The option vests in three equal annual installments beginning on February 17, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.