SYNIVERSE HOLDINGS INC

Form 4 June 08, 2006

FORM 4

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

OMB 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Number: January 31, 2005

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

Estimated average

See Instruction 1(b).

Common

Stock

06/06/2006

(Print or Type Responses)

| 1. Name and Address of Reporting Person * CORRAO PAUL | | | mbol | | Ticker or Trading LDINGS INC | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|---|---------------------|--------------|--|-------------|-------------------------------|---|-------------------|----------------------|--|--|
| (Last) | (First) (M | | 3. Date of Earliest Transaction (Month/Day/Year) | | | DirectorX Officer (given | re title Othe | Owner er (specify | | |
| C/O SYNIVERSE HOLDINGS, | | | /06/20 | • | | below) | below) | | | |
| | HIGHWOODS P. | | ,00,20 | | | V P - N | Network Operation | ons | | |
| WAY | | | | | | | | | | |
| | (Street) | 4. I | If Amen | dment, Dat | e Original | 6. Individual or Joint/Group Filing(Check | | | | |
| | | File | ed(Mont | h/Day/Year) | | Applicable Line) _X_ Form filed by One Reporting Person | | | | |
| TAMPA, F | L 33647 | | | | | Form filed by Person | More than One Re | porting | | |
| (City) | (State) | (Zip) | Table | I - Non-De | erivative Securities Acq | quired, Disposed o | of, or Beneficial | ly Owned | | |
| 1.Title of | 2. Transaction Date | 2A. Deemed | | 3. | 4. Securities Acquired | 5. Amount of | 6. Ownership | 7. Nature of | | |
| Security | (Month/Day/Year) | Execution Da | ate, if | Transactio | n(A) or Disposed of | Securities | Form: Direct | Indirect | | |
| (Instr. 3) | | any | | Code | (D) | Beneficially | (D) or | Beneficial | | |
| | | (Month/Day/ | (Year) | (Instr. 8) | (Instr. 3, 4 and 5) | Owned | Indirect (I) | Ownership | | |
| | | | | | | Following | (Instr. 4) | (Instr. 4) | | |
| | | | | | (A) | Reported | | | | |
| | | | | | () | Transaction(s) | | | | |

Code V

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.

SEC 1474

(9-02)

(Instr. 3 and 4)

143,851 (2)

D

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

or

(D)

Amount

25,000

Price

(1)

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| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title a | and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|--------------|--------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onNumber | Expiration D | ate | Amount | of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underlyi | ing | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securitie | es | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. 3 | and 4) | | Own |
| | Security | | | | Acquired | | | | | | Follo |
| | • | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | Α. | | | |
| | | | | | | | | | mount | | |
| | | | | | | Date | Expiration | or | | | |
| | | | | | | | Date | Title Number | | | |
| | | | | | | | | of | | | |
| | | | | Code V | (A) (D) | | | Sł | hares | | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CORRAO PAUL C/O SYNIVERSE HOLDINGS, INC. 8125 HIGHWOODS PALM WAY TAMPA, FL 33647

V P - Network Operations

Signatures

/s/ Jody S. Gale under a Power of Attorney filed on 2/10/05

06/08/2006

**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) Per SEC instruction, column left blank.
- (2) The 25,000 restricted shares were granted on June 6, 2006 and vest in five equal annual installments beginning on June 6, 2007.

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.

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