

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**OMB APPROVAL**

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
<u>Waldis Stephen G</u>  (Last) (First) (Middle) <u>200 CROSSING BOULEVARD</u>  (Street) <u>BRIDGEWATER NJ</u> <u>08807</u>  (City) (State) (Zip)			<u>SYNCHRONOSS TECHNOLOGIES</u> <u>INC [ SNCR ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>04/26/2017</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)		<input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Executive Officer</u>  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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	(A) or (D)	Price			
Common Stock	04/26/2017		A		13,674 <sup>(1)</sup>	A	\$0	504,566	D	
Performance Shares - April	04/26/2017		A		13,674 <sup>(2)</sup>	A	\$0	13,674	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Purchase)	\$24.62	04/26/2017		A		40,219		04/26/2018 <sup>(3)</sup>	04/26/2024	Common Stock	40,219	\$0	40,219	D	

**Explanation of Responses:**

1. Shares of restricted stock granted pursuant to the Company's 2015 Equity Incentive Plan. One-third of the shares vest on each of April 26, 2018, 2019 and 2020.

2. Represents target number of performance shares. The actual number of the shares subject to be issued, which could range from 0 to two times the initial target amount, will depend upon certain of the issuer's Non-GAAP revenue, EBITDA and recurring revenue during 2017. The shares, if any, will be issued on or about February 2018. The Reporting Person will be entitled to sell the shares on or after February 24, 2020 provided the Reporting Person is continuously employed by the Company through February 24, 2020.

3. The option shall become exercisable with respect to one-fourth of the shares subject to the option when the Reporting Person completes each year of continuous service after April 26, 2017 and 1/48th monthly thereafter.

**Remarks:**

/s/ Stephen G. Waldis

04/28/2017

\*\* Signature of Reporting Person Date

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

\* 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).

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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