## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL

	ONDATINOVAL			
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235-0287		
	Estimated average burde	en		
Filed surgest to Caption 10(a) of the Capyritian Evolution Act of 1024	hours per response:	0.5		

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			or S	ection 30(h) of the In	vestment C	ompany	Act of 1940					
1. Name and A Rosenberg	ddress of Reporting Po g <u>er Karen</u>	erson*		uer Name <b>and</b> Ticke NCHRONOSS CR ]				ationship of Reportir < all applicable) Director Officer (give title	ng Person(s) to Issuer 10% Owner Other (specify			
(Last) 200 CROSS	(First) SING BOULEVARI	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 02/14/2017						below) EVP & Chief F	below) Financial Officer	
(Street) BRIDGEWATER NJ 08876 (City) (State) (Zip)			4. If .	Amendment, Date of	Original Fil	ed (Montl	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
		Table I - No	n-Derivative	Securities Acq	uired, Di	spose	d of, or B	Bene	ficially	Owned		
		2. Transaction Date (Month/Day/Year	Execution Date,						5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	

							Code	ľ	Amount	(D)	F	Price	(Instr. 3	and 4)		
Common	Stock	02/1	4/2017			S		516 <sup>(1)</sup>	I	<b>)</b>	\$33.73	36	6,029	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)	emed ion Date, Code (Instr. Derivative (				xercis n Date ay/Yea	e ar)	nd 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)			vative urity r. 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)
											Amou	unt				

Date

Exercisable

Expiration

Date

**Explanation of Responses:** 

1. All of the sales reported on this Form were effected pursuant to an approved Rule 10b5-1 trading plan. Represents sale to cover vesting of shares of Restricted Stock.

(A) (D)

ν

Code

**Remarks:** 

## /s/ Karen Rosenberger

or Number

of Shares

Title

\*\* Signature of Reporting Person

02/16/2017

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.

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 Number.