

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Institutional Venture Partners XI LP</u>  (Last) (First) (Middle) <u>C/O INSTITUTIONAL VENTURE PARTNERS</u> <u>3000 SAND HILL RD, BUILDING 2, SUITE 250</u>  (Street) <u>MENLO PARK CA 94025</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>SYNCHRONOSS TECHNOLOGIES INC [ SNCR ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/10/2008</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	07/10/2008		P/K <sup>(1)</sup>		196,105 <sup>(1)</sup>	A	\$9.05 <sup>(1)</sup>	2,178,705	I	By Institutional Venture Partners XI, L.P. <sup>(3)</sup>
Common Stock	07/10/2008		S/K <sup>(2)</sup>		196,105 <sup>(2)</sup>	D	\$9.05 <sup>(2)</sup>	1,982,600	I	By Institutional Venture Partners XI, L.P. <sup>(3)</sup>
Common Stock	07/10/2008		P/K <sup>(1)</sup>		31,395 <sup>(1)</sup>	A	\$9.05 <sup>(1)</sup>	348,795	I	By Institutional Venture Partners XI GmbH and Co. Beteiligungs KG <sup>(4)</sup>
Common Stock	07/10/2008		S/K <sup>(2)</sup>		31,395 <sup>(2)</sup>	D	\$9.05 <sup>(2)</sup>	317,400	I	By Institutional Venture Partners XI GmbH and Co. Beteiligungs KG <sup>(4)</sup>
Common Stock								1,193,425	I	By Institutional Venture Partners XII, L.P. <sup>(5)</sup>

**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)					

**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				
Call Option (obligation to sell)	\$57.25	07/10/2008		J/K <sup>(1)</sup>			1	11/06/2008	11/06/2008	Common Stock	43,100	<sup>(6)</sup>	0	I	By Institutional Venture Partners XI, L.P. <sup>(3)</sup>
Put Option (right to sell)	\$37.27	07/10/2008		J/K <sup>(1)</sup>			1	11/06/2008	11/06/2008	Common Stock	43,100	<sup>(6)</sup>	0	I	By Institutional Venture Partners XI, L.P. <sup>(3)</sup>
Put Option (obligation to buy)	\$24.84	07/10/2008		J/K <sup>(2)</sup>			1	11/06/2008	11/06/2008	Common Stock	43,100	<sup>(6)</sup>	0	I	By Institutional Venture Partners XI, L.P. <sup>(3)</sup>
Call Option (obligation to sell)	\$57.25	07/10/2008		J/K <sup>(1)</sup>			1	11/06/2008	11/06/2008	Common Stock	6,900	<sup>(6)</sup>	0	I	By Institutional Venture Partners XI GmbH and Co. Beteiligungs KG <sup>(4)</sup>
Put Option (right to sell)	\$37.27	07/10/2008		J/K <sup>(1)</sup>			1	11/06/2008	11/06/2008	Common Stock	6,900	<sup>(6)</sup>	0	I	By Institutional Venture Partners XI GmbH and Co. Beteiligungs KG <sup>(4)</sup>
Put Option (obligation to buy)	\$24.84	07/10/2008		J/K <sup>(2)</sup>			1	11/06/2008	11/06/2008	Common Stock	6,900	<sup>(6)</sup>	0	I	By Institutional Venture Partners XI GmbH and Co. Beteiligungs KG <sup>(4)</sup>
Call Option (obligation to sell)	\$55.81	07/10/2008		J/K <sup>(1)</sup>			1	11/07/2008	11/07/2008	Common Stock	43,100	<sup>(7)</sup>	0	I	By Institutional Venture Partners XI, L.P. <sup>(3)</sup>
Put Option (right to sell)	\$36.33	07/10/2008		J/K <sup>(1)</sup>			1	11/07/2008	11/07/2008	Common Stock	43,100	<sup>(7)</sup>	0	I	By Institutional Venture Partners XI, L.P. <sup>(3)</sup>
Put Option (obligation to buy)	\$24.22	07/10/2008		J/K <sup>(2)</sup>			1	11/07/2008	11/07/2008	Common Stock	43,100	<sup>(7)</sup>	0	I	By Institutional Venture Partners XI, L.P. <sup>(3)</sup>
Call Option (obligation to sell)	\$55.81	07/10/2008		J/K <sup>(1)</sup>			1	11/07/2008	11/07/2008	Common Stock	6,900	<sup>(7)</sup>	0	I	By Institutional Venture Partners XI GmbH and Co. Beteiligungs KG <sup>(4)</sup>
Put Option (right to sell)	\$36.33	07/10/2008		J/K <sup>(1)</sup>			1	11/07/2008	11/07/2008	Common Stock	6,900	<sup>(7)</sup>	0	I	By Institutional Venture Partners XI GmbH and Co. Beteiligungs KG <sup>(4)</sup>
Put Option (obligation to buy)	\$24.22	07/10/2008		J/K <sup>(2)</sup>			1	11/07/2008	11/07/2008	Common Stock	6,900	<sup>(7)</sup>	0	I	By Institutional Venture Partners XI GmbH and Co. Beteiligungs KG <sup>(4)</sup>

**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				
Call Option (obligation to sell)	\$56.26	07/10/2008		J/K <sup>(1)</sup>			1	12/11/2008	12/11/2008	Common Stock	86,200	(8)	0	I	By Institutional Venture Partners XI, L.P. <sup>(3)</sup>
Put Option (right to sell)	\$36.75	07/10/2008		J/K <sup>(1)</sup>			1	12/11/2008	12/11/2008	Common Stock	86,200	(8)	0	I	By Institutional Venture Partners XI, L.P. <sup>(3)</sup>
Put Option (obligation to buy)	\$24.5	07/10/2008		J/K <sup>(2)</sup>			1	12/11/2008	12/11/2008	Common Stock	86,200	(8)	0	I	By Institutional Venture Partners XI, L.P. <sup>(3)</sup>
Call Option (obligation to sell)	\$56.26	07/10/2008		J/K <sup>(1)</sup>			1	12/11/2008	12/11/2008	Common Stock	13,800	(8)	0	I	By Institutional Venture Partners XI GmbH and Co. Beteiligungs KG <sup>(4)</sup>
Put Option (right to sell)	\$36.75	07/10/2008		J/K <sup>(1)</sup>			1	12/11/2008	12/11/2008	Common Stock	13,800	(8)	0	I	By Institutional Venture Partners XI GmbH and Co. Beteiligungs KG <sup>(4)</sup>
Put Option (obligation to buy)	\$24.5	07/10/2008		J/K <sup>(2)</sup>			1	12/11/2008	12/11/2008	Common Stock	13,800	(8)	0	I	By Institutional Venture Partners XI GmbH and Co. Beteiligungs KG <sup>(4)</sup>
Call Option (obligation to sell)	\$55.18	07/10/2008		J/K <sup>(1)</sup>			1	12/15/2008	12/15/2008	Common Stock	23,705	(9)	0	I	By Institutional Venture Partners XI, L.P. <sup>(3)</sup>
Put Option (right to sell)	\$36.1	07/10/2008		J/K <sup>(1)</sup>			1	12/15/2008	12/15/2008	Common Stock	23,705	(9)	0	I	By Institutional Venture Partners XI, L.P. <sup>(3)</sup>
Put Option (obligation to buy)	\$24.07	07/10/2008		J/K <sup>(2)</sup>			1	12/15/2008	12/15/2008	Common Stock	23,705	(9)	0	I	By Institutional Venture Partners XI, L.P. <sup>(3)</sup>
Call Option (obligation to sell)	\$55.18	07/10/2008		J/K <sup>(1)</sup>			1	12/15/2008	12/15/2008	Common Stock	3,795	(9)	0	I	By Institutional Venture Partners XI GmbH and Co. Beteiligungs KG <sup>(4)</sup>
Put Option (right to sell)	\$36.1	07/10/2008		J/K <sup>(1)</sup>			1	12/15/2008	12/15/2008	Common Stock	3,795	(9)	0	I	By Institutional Venture Partners XI GmbH and Co. Beteiligungs KG <sup>(4)</sup>
Put Option (obligation to buy)	\$24.07	07/10/2008		J/K <sup>(2)</sup>			1	12/15/2008	12/15/2008	Common Stock	3,795	(9)	0	I	By Institutional Venture Partners XI GmbH and Co. Beteiligungs KG <sup>(4)</sup>

1. Name and Address of Reporting Person\*

Institutional Venture Partners XI LP

(Last) (First) (Middle)  
C/O INSTITUTIONAL VENTURE PARTNERS  
3000 SAND HILL RD, BUILDING 2, SUITE 250

(Street)  
MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

INSTITUTIONAL VENTURE PARTNERS XI  
GMBH & CO BETEILIGUNGS KG

(Last) (First) (Middle)  
C/O INSTITUTIONAL VENTURE PARTNERS  
3000 SAND HILL RD, BUILDING 2, SUITE 250

(Street)  
MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

Institutional Venture Management XI, LLC

(Last) (First) (Middle)  
C/O INSTITUTIONAL VENTURE PARTNERS  
3000 SAND HILL RD, BUILDING 2, SUITE 250

(Street)  
MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

Institutional Venture Partners XII LP

(Last) (First) (Middle)  
C/O INSTITUTIONAL VENTURE PARTNERS  
3000 SAND HILL RD, BUILDING 2, SUITE 250

(Street)  
MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

Institutional Venture Management XII, LLC

(Last) (First) (Middle)  
C/O INSTITUTIONAL VENTURE PARTNERS  
3000 SAND HILL RD, BUILDING 2, SUITE 250

(Street)  
MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

Chaffee Todd C

(Last) (First) (Middle)  
C/O INSTITUTIONAL VENTURE PARTNERS  
3000 SAND HILL RD, BUILDING 2, SUITE 250

(Street)  
MENLO PARK CA 94025

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">FOGELSONG NORMAN A</a>		
(Last)	(First)	(Middle)
C/O INSTITUTIONAL VENTURE PARTNERS		
3000 SAND HILL RD, BUILDING 2, SUITE 250		
(Street)		
MENLO PARK	CA	94025
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">Harrick Stephen J</a>		
(Last)	(First)	(Middle)
C/O INSTITUTIONAL VENTURE PARTNERS		
3000 SAND HILL RD, BUILDING 2, SUITE 250		
(Street)		
MENLO PARK	CA	94025
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">Miller J Sanford</a>		
(Last)	(First)	(Middle)
C/O INSTITUTIONAL VENTURE PARTNERS		
3000 SAND HILL RD, BUILDING 2, SUITE 250		
(Street)		
MENLO PARK	CA	94025
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<a href="#">Phelps Dennis B</a>		
(Last)	(First)	(Middle)
C/O INSTITUTIONAL VENTURE PARTNERS		
3000 SAND HILL RD, BUILDING 2, SUITE 250		
(Street)		
MENLO PARK	CA	94025
(City)	(State)	(Zip)

**Explanation of Responses:**

1. Reflects the cancellation of a series of "zero-cost collars," each of which consisted of (i) a call option obligating the securityholder to sell shares at a fixed exercise price, and (ii) a put option affording the holder the right to sell shares at a fixed exercise price. Such collars were entered into by the securityholder between November 6, 2007 and December 13, 2007. For purposes of Section 16 of the Securities Exchange Act of 1934, such cancellations may be deemed the purchases of the number of shares of Common Stock underlying such zero-cost collars at the market price of the Common Stock at the time of cancellation, which was \$9.05 per share.
2. Reflects the cancellation of a series of put options entered into by the securityholder between November 6, 2007 and December 13, 2007 in conjunction with the zero-cost collars referenced in footnote (1). Each such call option obligated the securityholder to purchase shares at a fixed exercise price. For purposes of Section 16 of the Securities Exchange Act of 1934, such cancellations may be deemed the sales of the number of shares of Common Stock subject to such put options at the market price of the Common Stock at the time of cancellation, which was \$9.05 per share.
3. The securities are owned by Institutional Venture Partners XI, L.P. ("IVP XI"), which is under common control with Institutional Venture Partners XI GmbH & Co. Beteiligungs KG ("IVP XI KG"). Institutional Venture Management XI, LLC ("IVM XI") serves as the sole General Partner of IVP XI, and has sole voting and investment control over the securities owned by IVP XI, and may be deemed to own beneficially the securities held by IVP XI. IVM XI however owns no securities of the Issuer directly. Todd C. Chaffee ("Chaffee"), Norman A. Fogelsong ("Fogelsong"), Stephen J. Harrick ("Harrick"), J. Sanford Miller ("Miller") and Dennis B. Phelps ("Phelps") are Managing Directors of IVM XI and share voting and dispositive power over the securities held by IVP XI and IVP XI KG. Each of these individuals disclaims beneficial ownership of the securities reported herein, except to the extent of his respective pecuniary interest therein.
4. The securities are owned by IVP XI KG, which is under common control with IVP XI. IVM XI serves as the sole managing limited partner of IVP XI KG, and has sole voting and investment control over the securities owned by IVP XI KG, and may be deemed to own beneficially the shares held by IVP XI KG. IVM XI however owns no securities of the Issuer directly. Chaffee, Fogelsong, Harrick, Miller and Phelps are Managing Directors of IVM XI and share voting and dispositive power over the securities held by IVP XI KG. Each of these individuals disclaims beneficial ownership of the securities reported herein, except to the extent of his respective pecuniary interest therein.
5. The shares are owned by Institutional Venture Partners XII, L.P. ("IVP XII"). Institutional Venture Management XII, LLC ("IVM XII") serves as the sole General Partner of IVP XII, and has sole voting and investment control over the shares owned by IVP XII, and may be deemed to own beneficially the shares held by IVP XII. IVM XII however owns no securities of the Issuer directly. Chaffee, Fogelsong, Harrick, Miller, and Phelps are Managing Directors of IVM XII and share voting and dispositive power over the shares held by IVP XII. Each of these individuals disclaims beneficial ownership of the securities reported herein, except to the extent of his respective pecuniary interest therein.
6. The holder received consideration of \$11.83 per share in connection with the cancellation of this zero-cost collar and the related put option.
7. The holder received consideration of \$11.51 per share in connection with the cancellation of this zero-cost collar and the related put option.
8. The holder received consideration of \$11.45 per share in connection with the cancellation of this zero-cost collar and the related put option.
9. The holder received consideration of \$11.22 per share in connection with the cancellation of this zero-cost collar and the related put option.

Institutional Venture  
Management XI, LLC Its:  
General Limited Partner /s/  
Norman A. Fogelsong,  
Managing Director  
INSTITUTIONAL VENTURE  
PARTNERS XI GmbH & CO.  
BETEILIGUNGS KG By:  
Institutional Venture 07/14/2008  
Management XI, LLC Its:  
Managing Limited Partner /s/  
Norman A. Fogelsong,  
Managing Director  
INSTITUTIONAL VENTURE  
MANAGEMENT XI, LLC 07/14/2008  
Norman A. Fogelsong,  
Managing Director  
INSTITUTIONAL VENTURE  
PARTNERS XII, L.P. By:  
Institutional Venture 07/14/2008  
Management XII, LLC Its:  
General Partner Norman A.  
Fogelsong, Managing Director  
INSTITUTIONAL VENTURE  
MANAGEMENT XII, LLC 07/14/2008  
Norman A. Fogelsong,  
Managing Director  
Melanie Chladek, Attorney-in-  
Fact for Todd C. Chaffee 07/14/2008  
Melanie Chladek, Attorney-in-  
Fact for Norman A. Fogelsong 07/14/2008  
Melanie Chladek, Attorney-in-  
Fact for Stephen J. Harrick 07/14/2008  
Melanie Chladek, Attorney-in-  
Fact for J. Sanford Miller 07/14/2008  
Melanie Chladek, Attorney-in-  
Fact for Dennis B. Phelps 07/14/2008  
 \*\* 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.

**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.**