

STACY WILLIAM T PHD

Form 4

November 24, 2004

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
STACY WILLIAM T PHD

2. Issuer Name **and** Ticker or Trading
Symbol
SYNAPTICS INC [SYNA]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

2381 BERING DRIVE

3. Date of Earliest Transaction
(Month/Day/Year)
11/23/2004

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Vice President of Operations

(Street)

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

SAN JOSE, CA 95131

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)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	11/23/2004		M		5,774	A	\$ 6	5,775	D
Common Stock	11/23/2004		M		25,501	A	\$ 8.5	31,276	D
Common Stock	11/23/2004		M		8,750	A	\$ 9.96	40,026	D
Common Stock	11/23/2004		S ⁽¹⁾		30,762	D	\$ 35.9981	9,264	D
Common Stock	11/23/2004		S ⁽¹⁾		8,058	D	\$ 36.0081	1,206	D

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Common Stock 11/23/2004 S(1) 1,205 D \$ 36.0281 1 D

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

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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)

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 6	11/23/2004		M		5,774		<u>(2)</u>	07/30/2012	Common Stock	5,774
Employee Stock Option (Right to Buy)	\$ 8.5	11/23/2004		M		25,501		<u>(3)</u>	11/07/2011	Common Stock	25,501
Employee Stock Option (Right to Buy)	\$ 9.96	11/23/2004		M		8,750		<u>(4)</u>	08/07/2013	Common Stock	8,750

Reporting Owners

Reporting Owner Name / Address	Relationships
STACY WILLIAM T PHD 2381 BERING DRIVE SAN JOSE, CA 95131	Director 10% Owner Officer Other
	Vice President of Operations

Signatures

Russell J. Knittel, as
attorney-in-fact

11/23/2004

__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) The shares were sold pursuant to a 10b5-1 Sales Plan dated November 8, 2004.

25% of the total number of shares subject to the option vested and became exercisable on the twelve month anniversary of the July 30,

(2) 2002 vesting commencement date, and 1/48th of the total number of shares subject to the option vested and became or shall vest and become exercisable on the 30th day of each month thereafter.

(3) 25% of the 150,000 options granted vested and became exercisable on November 15, 2002, and 3,125 options vested or shall vest and became or shall become exercisable each month thereafter for the next 36 months.

25% of the total number of shares subject to the option vested and became exercisable on the twelve month anniversary of the August 7,

(4) 2003 vesting commencement date, and 1/48th of the total number of shares subject to the option vested or shall vest and became or shall become exercisable on the 7th day of each month thereafter.

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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