#### Edgar Filing: SYNIVERSE HOLDINGS INC - Form 3

#### SYNIVERSE HOLDINGS INC

Form 3

February 10, 2005

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

**OMB** 

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**OMB APPROVAL** 

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response... Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement SYNIVERSE HOLDINGS INC [SVR] KREMIAN F TERRY (Month/Day/Year) 02/09/2005 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O SYNIVERSE (Check all applicable) TECHNOLOGIES, INC., ONE TAMPA CITY CENTER, SUITE 10% Owner Director 700 \_X\_\_ Officer Other (give title below) (specify below) (Street) 6. Individual or Joint/Group Chief Operating Officer Filing(Check Applicable Line) \_X\_ Form filed by One Reporting Person TAMPA, FLÂ 33602-5157 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (Instr. 5) Â Common Stock, par value \$0.001 per share 395,957 D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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.

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

2. Date Exercisable and 3. Title and Amount of 1. Title of Derivative Security 6. Nature of Indirect 5. Securities Underlying (Instr. 4) **Expiration Date** Beneficial Ownership Conversion Ownership (Month/Day/Year) **Derivative Security** or Exercise Form of (Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	erivative Security:	
Class A Redeemable Convertible Preferred Stock	(1)	(2)	Common	4.227	\$ 0 <u>(1)</u>	D	Â

# **Reporting Owners**

Reporting Owner Name / Address	Relationships				
1 8	Director	10% Owner	Officer	Other	
KREMIAN F TERRY C/O SYNIVERSE TECHNOLOGIES, INC. ONE TAMPA CITY CENTER, SUITE 700 TAMPA Â FLÂ 33602-5157	Â	Â	Chief Operating Officer	Â	

## **Signatures**

/s/ Jody S. Gale under a Power of Attorney 02/09/2005

\*\*Signature of Reporting Person Date

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- At any time following completion of the initial public offering of Common Stock by SVR, each share of Class A Redeemable Convertible Preferred Stock is convertible into the number of shares of Common Stock obtained by dividing (1) the sum of (a) \$1,000 and (b) any accrued and unpaid dividends through February 9, 2005 by (2) the per share initial public offering price of the Common Stock, which is \$16.00.
- Each share of Class A Redeemable Convertible Preferred Stock that is not redeemed with proceeds from the initial public offering of (2) Common Stock will be converted into Common Stock on the 40th day after the closing of SVR's initial public offering of Common Stock

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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