

Levy Jordan
Form 4
February 16, 2012

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Levy Jordan

(Last) (First) (Middle)

ONE HSBC CENTER, SUITE 3850

(Street)

BUFFALO, NY 14203

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Synacor, Inc. [SYNC]

3. Date of Earliest Transaction
(Month/Day/Year)
02/15/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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	12/14/2011		G ⁽¹⁾		2,702	D	\$ 0 369,610
Common Stock	12/14/2011		G		2,702	D	\$ 0 366,908
Common Stock	12/14/2011		G ⁽¹⁾		2,702	A	\$ 0 2,702
Common Stock	12/14/2011		G		75,861	D	\$ 0 291,047
Common Stock	01/06/2012		M		36,001	A	\$ 0.2 327,048
	01/06/2012		M		115,722	A	442,770

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Common Stock					\$				0.04	
Common Stock	02/15/2012		S	9,677	D	\$ 5	433,093		D	
Common Stock	02/15/2012		C	64,104	A	<u>(2)</u>	143,507		I	See footnote (3)
Common Stock	02/15/2012		C	37,500	A	<u>(2)</u>	181,007		I	See footnote (3)
Common Stock	02/15/2012		C	12,540	A	<u>(2)</u>	193,547		I	See footnote (3)

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

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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 Security (Instr. 3 and 4)
					V	(A)	(D)	Date Exercisable	
Director Stock Option (right to purchase)	\$ 3.32	08/16/2011		A		17,500	<u>(4)</u>	08/15/2021	Common Stock
Director Stock Option (right to purchase)	\$ 0.04	01/06/2012		M		115,722	<u>(5)</u>	03/12/2013	Common Stock
Director Stock Option (right to purchase)	\$ 0.2	01/06/2012		M		36,001	<u>(6)</u>	11/17/2014	Common Stock
	<u>(2)</u>	02/15/2012		C		64,104	11/18/2002	<u>(2)</u>	

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Date of Earliest Transaction: The transaction giving rise to this Form 4 filing occurred on February 15, 2012. In accordance with

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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