

Davi Steven M  
 Form 3  
 May 04, 2018

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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,  
 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Davi Steven M		(Month/Day/Year)	Synacor, Inc. [SYNC]	
(Last)	(First)	(Middle)	04/26/2018	
C/O SYNACOR, INC., 40 LA RIVIERE DRIVE, SUITE 300			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
BUFFALO, NY 14202			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			EVP Technology	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	18,293	D	

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

SEC 1473 (7-02)

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

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

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (right to purchase)	Â (1)	12/18/2022	Common Stock	100,000	\$ 2.38	D	Â
Employee Stock Option (right to purchase)	Â (2)	02/12/2025	Common Stock	50,000	\$ 2.13	D	Â
Employee Stock Option (right to purchase)	Â (2)	02/12/2025	Common Stock	7,600	\$ 2.13	D	Â
Employee Stock Option (right to purchase)	Â (3)	10/28/2025	Common Stock	25,000	\$ 1.37	D	Â
Employee Stock Option (right to purchase)	Â (4)	02/12/2026	Common Stock	5,300	\$ 1.62	D	Â
Employee Stock Option (right to purchase)	Â (5)	02/16/2027	Common Stock	5,400	\$ 3.15	D	Â
Employee Stock Option (right to purchase)	Â (6)	03/01/2028	Common Stock	4,900	\$ 2	D	Â
Employee Stock Option (right to purchase)	Â (7)	04/26/2028	Common Stock	35,000	\$ 1.75	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Davi Steven M C/O SYNACOR, INC. 40 LA RIVIERE DRIVE, SUITE 300 BUFFALO, NY 14202	Â	Â	Â EVP Technology	Â

## Signatures

/s/ William J. Stuart,  
attorney-in-fact

05/04/2018

\_\_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).
  - (1) 100% of the option is exercisable on the date of grant. Shares purchased upon exercise of the option are subject to repurchase by the Issuer until vested. 25% of the shares subject to the option vested on December 1, 2013 and an additional 1/48th of the shares subject to the option vested each month thereafter, subject to the Reporting Person's continuous service through such dates.
  - (2) 100% of the option is exercisable on the date of grant. Shares purchased upon exercise of the option are subject to repurchase by the Issuer until vested. 25% of the shares subject to the option vested on March 1, 2016 and an additional 1/48th of the shares subject to the option vest each month thereafter, subject to the Reporting Person's continuous service through such dates.
  - (3) 100% of the option is exercisable on the date of grant. Shares purchased upon exercise of the option are subject to repurchase by the Issuer until vested. 25% of the shares subject to the option vested on November 1, 2016 and an additional 1/48th of the shares subject to

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the option vest each month thereafter, subject to the Reporting Person's continuous service through such dates.

- 100% of the option is exercisable on the date of grant. Shares purchased upon exercise of the option are subject to repurchase by the
- (4) Issuer until vested. 25% of the shares subject to the option vested on March 1, 2017 and an additional 1/48th of the shares subject to the option vest each month thereafter, subject to the Reporting Person's continuous service through such dates.

- 100% of the option is exercisable on the date of grant. Shares purchased upon exercise of the option are subject to repurchase by the
- (5) Issuer until vested. 25% of the shares subject to the option vested on March 1, 2018 and an additional 1/48th of the shares subject to the option vest each month thereafter, subject to the Reporting Person's continuous service through such dates.

- 100% of the option is exercisable on the date of grant. Shares purchased upon exercise of the option are subject to repurchase by the
- (6) Issuer until vested. 25% of the shares subject to the option will vest on March 1, 2019 and an additional 1/48th of the shares subject to the option vest each month thereafter, subject to the Reporting Person's continuous service through such dates.

- 100% of the option is exercisable on the date of grant. Shares purchased upon exercise of the option are subject to repurchase by the
- (7) Issuer until vested. 25% of the shares subject to the option will vest on May 1, 2019 and an additional 1/48th of the shares subject to the option vest each month thereafter, subject to the Reporting Person's continuous service through such dates.

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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