

SYNIVERSE HOLDINGS INC
Form 3
April 07, 2005

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 *
Â GOVERNMENT OF SINGAPORE INVESTMENT CORP PTE LTD ET AL

2. Date of Event Requiring Statement
(Month/Day/Year)
02/09/2005

3. Issuer Name and Ticker or Trading Symbol
SYNIVERSE HOLDINGS INC [SVR]

(Last) (First) (Middle)

4. Relationship of Reporting Person(s) to Issuer

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

333 BUSH STREET,Â
(Street)

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

SAN FRANCISCO,Â CAÂ 94104
(City) (State) (Zip)

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	4,028,267	I	See Footnote ⁽¹⁾
Common Stock	4,028,267	I	See Footnote ⁽¹⁾

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	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Class A Redeemable Convertible Preferred Stock	Â (2)	Â (3)	Common Stock	27,874.25	\$ (2)	I	See Footnote (1)
Class A Redeemable Convertible Preferred Stock	Â (2)	Â (3)	Common Stock	27,874.25	\$ (2)	I	See Footnote (1)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOVERNMENT OF SINGAPORE INVESTMENT CORP PTE LTD ET AL 333 BUSH STREET SAN FRANCISCO, CA 94104	Â	Â X	Â	Â
GIC Special Investments Pte Ltd 255 SHORELINE DRIVE SUITE 600 REDWOOD CITY, CA 94065	Â	Â X	Â	Â

Signatures

Ng Kin Sze, Senior Executive Vice President 03/18/2005

**Signature of Reporting Person Date

Ng Kin Sze, Senior Executive Vice President 03/18/2005

**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).

Snowlake Investment Pte Ltd shares power to vote and power to dispose of the securities beneficially owned by it with GIC Special Investments Pte Ltd, and the Government of Singapore Investment Corporation Pte Ltd. The reporting persons disclaim membership in a group.

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

Each share of Class A Redeemable Convertible Preferred Stock that is not redeemed with proceeds from the initial public offering of 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.

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