

GOVERNMENT OF SINGAPORE INVESTMENT CORP PTE LTD ET AL
 Form 4
 April 08, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Snowlake Investment Pte Ltd

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 255 SHORELINE DRIVE, SUITE 600,
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/15/2005

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

REDWOOD CITY, CA 94065

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___ Form filed by One Reporting Person
 ___X___ 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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Code V Amount (D) Price | | |

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 | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | (Instr. 3 and 4) | | | |
|---|--|----------------------|-----------------|---|------------------|------------------|--------------|----------------------|--|
| | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares | |
| Class A Cumulative Redeemable Preferred Stock | (1) | 02/15/2005 | J(2) | | 14,473.83 | (1) (3) | Common Stock | 1,278 | |
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Reporting Owners

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

Signatures

Ng Kin Sze, Senior Executive Vice President
04/06/2005
**Signature of Reporting Person Date

Ng Kin Sze, Senior Executive Vice President
04/06/2005
**Signature of Reporting Person Date

Ng Kin Sze, Senior Executive Vice
President

04/06/2005

__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) Each share of Class A Cumulative Redeemable 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.

(2) The reported securities were call for redemption by the issuer at a price equal to their liquidation value, plus all accrued and unpaid dividends thereon.

(3) Each share of Class A Cumulative Redeemable Preferred Stock that is not redeemed with the proceeds from the initial public offering of Common Stock will be converted into Common Stock on the 40th day after the closing of Syniverse Holdings, Inc.'s initial public offering of Common Stock.

(4) 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. The filing of this form shall not be deemed an admission that GIC Special Investments Pte Ltd or the Government of Singapore Investment Corporation Pte Ltd is, for Section 16 purposes or otherwise, the beneficial owner of such shares.

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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