Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

SYNIVERSE HOLDINGS INC

Form 4

August 20, 2008

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

10% Owner __X__ Other (specify

> 7. Nature of Indirect Beneficial Ownership (Instr. 4)

Estimated average burden hours per

response... 0.5

Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instruction

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(b).

(Last)

(City)

1. Name and Address of Reporting Person * GTCR GOLDER RAUNER LLC

2. Issuer Name and Ticker or Trading

Symbol

SYNIVERSE HOLDINGS INC [SVR]

3. Date of Earliest Transaction

(Month/Day/Year)

08/18/2008

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

See remarks below

below)

C/O GTCR GOLDER RAUNER, LLC, SEARS TOWER #6100

(First)

(State)

(Middle)

(Zip)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

below)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Director

Officer (give title

X Form filed by One Reporting Person Form filed by More than One Reporting

CHICAGO, IL 60606-6402

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	or(A) or Di (Instr. 3,	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)
Common Stock, par value \$0.001 per share	08/19/2008		Code V	Amount 1 (1)	,	Price \$ 17.165	5,695	D
Common Stock, par value \$0.001 per share	08/19/2008		S	7 (1)	D	\$ 17.16	5,688	D
	08/19/2008		S	2 (1)	D		5,686	D

Edgar Filing: SYNIVERSE HOLDINGS INC - Form 4

Common Stock, par value \$0.001 per share					\$ 17.155		
Common Stock, par value \$0.001 per share	08/19/2008	S	93 (1)	D	\$ 17.15	5,593	D
Common Stock, par value \$0.001 per share	08/19/2008	S	1 (1)	D	\$ 17.145	5,592	D
Common Stock, par value \$0.001 per share	08/19/2008	S	31 (1)	D	\$ 17.14	5,561	D
Common Stock, par value \$0.001 per share	08/19/2008	S	3 (1)	D	\$ 17.135	5,558	D
Common Stock, par value \$0.001 per share	08/19/2008	S	41 (1)	D	\$ 17.13	5,517	D
Common Stock, par value \$0.001 per share	08/19/2008	S	33 (1)	D	\$ 17.12	5,484	D
Common Stock, par value \$0.001 per share	08/19/2008	S	20 (1)	D	\$ 17.11	5,464	D
Common Stock, par value \$0.001 per share	08/19/2008	S	31 (1)	D	\$ 17.1	5,433	D
	08/19/2008	S	48 (1)	D	\$ 17.09	5,385	D

Edgar Filing: SYNIVERSE HOLDINGS INC - Form 4

Common Stock, par value \$0.001 per share								
Common Stock, par value \$0.001 per share	08/19/2008	S	1 (1)	D	\$ 17.08	5,384	D	
Common Stock, par value \$0.001 per share	08/19/2008	S	11 (1)	D	\$ 17.07	5,373	D	
Common Stock, par value \$0.001 per share	08/19/2008	S	6 (1)	D	\$ 17.06	5,367	D	
Common Stock, par value \$0.001 per share	08/19/2008	S	11 (1)	D	\$ 17.05	5,356	D	
Common Stock, par value \$0.001 per share						4,505,258	I	See footnotes (2) (3)

Reminder: Report on a separate line for each class of securities beneficially 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.

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
	Derivative			Securities		(Instr. 3 and 4)		Owne	
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans
					of (D)				(Instr

Edgar Filing: SYNIVERSE HOLDINGS INC - Form 4

(Instr. 3, 4, and 5)

Date Expiration Title Number of Code V (A) (D)

Exercisable Date Title Of Shares

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GTCR GOLDER RAUNER LLC C/O GTCR GOLDER RAUNER, LLC SEARS TOWER #6100 CHICAGO, IL 60606-6402

See remarks below

Signatures

/s/ Jody S. Gale under a Power of Attorney

08/20/2008

**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).
- Reflects shares received by GTCR Golder Rauner, L.L.C. ("GTCR") as a result of pro rata distributions from GTCR Co-Invest, L.P.
- (1) ("Co-Invest") that were exempt from Section 16 of the Securities Exchange Act of 1934, as amended, pursuant to Rule 16a-13 promulgated thereunder.
 - Reflects 4,505,258 shares beneficially owned by GTCR Partners VII, Co-Invest and GTCR Partners VI, L.P. ("GTCR Partners VI") by virtue of GTCR being the general partner of GTCR Partners VII, Co-Invest and GTCR Partners VI. This aggregate share amount includes above held directly by GTCR Fined VIII, L.P. ("Fined VIII") CTCR Fined VIII A. L.P. ("Fined VIII") and GTCR Conital
- includes shares held directly by GTCR Fund VII, L.P. ("Fund VII"), GTCR Fund VII/A, L.P. ("Fund VII/A") and GTCR Capital Partners, L.P. ("Capital Partners"), by virtue of: (i) GTCR Partners VII being the general partner of Fund VII and Fund VII/A, (ii) GTCR Mezzanine Partners, L.P. ("Mezzanine Partners") being the general partner of Capital Partners and (iii) GTCR Partners VI being the general partner of Mezzanine Partners.(Continued to Footnote 3)
- As such, GTCR may be deemed to be the beneficial owner of such shares. GTCR expressly disclaims beneficial ownership of such shares except to the extent of its pecuniary interest therein. The filing of this form shall not be deemed an admission that GTCR is, for Section 16 purposes or otherwise, the beneficial owner of such shares, except to the extent of its pecuniary interest therein.

Remarks:

The Reporting Person may be deemed a director by virtue of its members serving on the board of directors of Syniverse Holdi 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.

Reporting Owners 4