SYNOVUS FINANCIAL CORP

Form 4

February 03, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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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

1(b).

Ser C

(Print or Type Responses)

1. Name and Address of Reporting Person * Stelling Kessel D			2. Issuer Name and Ticker or Trading Symbol SYNOVUS FINANCIAL CORP [SNV]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) P.O. BOX 120	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/31/2015	_X_ Director 10% Owner _X_ Officer (give title Other (specify below) Chairman, CEO, & President			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
COLUMBUS, GA 31902				Form filed by More than One Reporting Person			

(City)	(State) (Zip)	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. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	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)	
Common Stock	01/31/2015		A	530 (1)	A	\$ 25.77	229,821	D		
Common Stock	01/31/2015		F	3,795 (2)	D	\$ 25.77	226,026	D		
Fixed/Floating Rate Non-Cum Perpetual Preferred Stock							2,000	D		

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Da	ate	Amou	ınt of	Derivative	De
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Se
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Ве
	Derivative				Securities			(Instr.	3 and 4)		O
	Security				Acquired						Fo
					(A) or						Re
					Disposed						Tr
					of (D)						(It
					(Instr. 3,						
					4, and 5)						
									Amount		
									Amount		
						Date	Expiration Sable Date	Title 1	or Namel		
						Exercisable			Number		
				C-1- V	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Stelling Kessel D

P.O. BOX 120 X Chairman, CEO, & President

COLUMBUS, GA 31902

Signatures

/s/ Mary Maurice Young 02/03/2015

**Signature of Reporting Date
Person

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).

On February 4, 2014, the reporting person reported the grant of certain market restricted stock units (the "MRSUs"). The MRSUs have a service-based vesting component as well as a Total Shareholder Return Multiplier. On January 31, 2015, pursuant to the terms of the

- service-based vesting component of the MRSUs, the first tranche of such award vested. Based upon the Total Shareholder Return Multiplier, the reporting person received 395 additional shares of the Company's restricted stock, such shares representing the amount vested in excess of the target amount of MRSUs initially reported on Form 4 in February 2014. In addition, the reporting person received 135 shares of the Company's restricted stock through the accrual of dividend equivalents.
- (2) These shares were withheld upon the vesting of restricted stock to pay tax withholding obligations.

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Reporting Owners 2

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