

# FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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**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(f) of the  
Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<b>STULL STEVEN T</b>			<b>Synacor, Inc. [ SYNC ]</b>			<input type="checkbox"/> Director <span style="float:right"><input checked="" type="checkbox"/> 10% Owner</span> <input type="checkbox"/> Officer (give title below) <span style="float:right"><input type="checkbox"/> Other (specify below)</span>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)					
			<b>2/15/2012</b>					
909 POYDRAS STREET, SUITE 2230			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street)						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
NEW ORLEANS, LA 70112								
(City) (State) (Zip)								

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	2/15/2012		C		2795638	A	(1)	2795638 (2)	I	by Limited Partnership (3)
Common Stock	2/15/2012		S		237940	D	\$5 (4)	2557698	I	by Limited Partnership (3)

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Convertible Preferred Stock Series A-1	(1)	2/15/2012		C		855516	(1)	(1)	Common Stock	855516 (2)	\$ 0	0	I	by Limited Partnership (3)
Convertible Preferred Stock Series B	(1)	2/15/2012		C		993750	(1)	(1)	Common Stock	993750 (2)	\$ 0	0	I	by Limited Partnership (3)
Convertible Preferred Stock Series C	(1)	2/15/2012		C		946372	(1)	(1)	Common Stock	946372 (2)	\$ 0	0	I	by Limited Partnership (3)

**Explanation of Responses:**

(1) Immediately prior to the closing of the issuer's initial public offering on February 15, 2012, all of issuer's outstanding preferred stock converted into issuer common stock in accordance with the terms disclosed in the issuer's Registration Statement on Form S-1.

- (2) Reflects a 1-for-2 reverse stock split which became effective immediately prior to the effectiveness of the issuer's registration statement on February 9, 2012.
- (3) These securities are held by two limited partnerships, neither of which beneficially owns more than 10% of the issuer's outstanding securities. Each of these limited partnerships is managed by its own general partner. As the majority owner of both of these general partners, the reporting person shares voting and investment power over these securities and therefore may be deemed to beneficially own such shares. The reporting person disclaims beneficial ownership in the shares except to the extent of his pecuniary interest therein.
- (4) These shares were sold in the issuer's initial public offering that closed on February 15, 2012. This sale price reflects the offering price; the share price received will be reduced by the underwriters' commission of \$0.35 per share.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STULL STEVEN T 909 POYDRAS STREET, SUITE 2230 NEW ORLEANS, LA 70112		X		

**Signatures**

/s/ Steven T. Stull

2/17/2012

Date

\*\* Signature of Reporting Person

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

\* 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).

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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