

SYNAPTICS INC
Form 8-K
October 01, 2004

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

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

September 30, 2004

Date of Report (Date of earliest event reported)

SYNAPTICS INCORPORATED

(Exact Name of Registrant as Specified in Charter)

DELAWARE

000-49602

77-0118518

(State or Other
Jurisdiction of Incorporation)

(Commission File Number)

(IRS Employer
Identification No.)

**2381 BERING DRIVE
SAN JOSE, CALIFORNIA
95131**

(Address of Principal Executive Offices) (Zip Code)

(408) 434-0110

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01. Regulation FD Disclosure.

The registrant is furnishing this report on Form 8-K in connection with an inquiry by Institutional Shareholder Services regarding additional information on tax fees paid to the registrant's independent auditors as set forth in the registrant's definitive Proxy Statement on Schedule 14A as filed with the Securities and Exchange Commission on September 13, 2004.

As reported in the Proxy Statement, the aggregate fees billed to the registrant by KPMG LLP, for the fiscal year ended June 26, 2004 were as follows:

| | |
|--------------------|-----------|
| Audit fees | \$206,600 |
| Audit-related fees | 95,000 |
| Tax fees | 474,412 |
| All other fees | |

Of the \$474,412 in total tax fees, \$164,155 related to tax preparation/compliance.

The information in this report on Form 8-K is furnished pursuant to Item 7.01 and shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section. This report will not be deemed an admission as to the materiality of any information in the report that is required to be disclosed solely by Regulation FD.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SYNAPTICS INCORPORATED

Date: September 30, 2004

By: /s/ Russell J. Knittel
Russell J. Knittel
Senior Vice President, Chief Financial
Officer, Chief Administrative Officer,
and Secretary