

Synacor, Inc.  
 Form 3  
 February 09, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL  
 OMB Number: 3235-0104  
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**INITIAL STATEMENT OF 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 *  |         | 2. Date of Event Requiring Statement  | 3. Issuer Name and Ticker or Trading Symbol |  |
| INTEL CORP   |         | (Month/Day/Year)  | Synacor, Inc. [SYNC]                        |  |
| (Last)   | (First) | (Middle)  | 02/09/2012                                  |  |
| 2200 MISSION COLLEGE BLVD.   |         | 4. Relationship of Reporting Person(s) to Issuer  |   | 5. If Amendment, Date Original Filed(Month/Day/Year)   |
| (Street)   |         | (Check all applicable)  |   |  |
| SANTA CLARA, CA 95054-1549   |         | <input type="checkbox"/> Director<br><input type="checkbox"/> Officer<br>(give title below) |   | <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Other<br>(specify below) |
| (City)   |         | (State)   |   | (Zip)  |
| 6. Individual or Joint/Group Filing(Check Applicable Line)                       |         |   |   |  |
| <input type="checkbox"/> Form filed by One Reporting Person                      |         |   |   |  |
| <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |         |   |   |  |

**Table I - Non-Derivative Securities Beneficially Owned**

|                                 |   |  |   |
|---------------------------------|---|--|---|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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.**

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

|  |  |   |  |  |   |
|--|--|---|--|--|---|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|  | Date Exercisable   | Expiration Date   | Title  | Amount or Number of Shares   |   |

(Instr. 5)

|                          |            |       |              |                |        |   |                  |
|--------------------------|------------|-------|--------------|----------------|--------|---|------------------|
| Series A Preferred Stock | 03/14/2003 | Â (1) | Common Stock | 641,025<br>(3) | \$ (1) | I | See footnote (2) |
| Series A Preferred Stock | 10/08/2003 | Â (1) | Common Stock | 641,025<br>(3) | \$ (1) | I | See footnote (2) |
| Series B Preferred Stock | 10/01/2004 | Â (4) | Common Stock | 506,250<br>(3) | \$ (4) | I | See footnote (2) |
| Series C Preferred Stock | 10/19/2006 | Â (5) | Common Stock | 298,857        | \$ (5) | I | See footnote (2) |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| INTEL CORP<br>2200 MISSION COLLEGE BLVD.<br>SANTA CLARA, CA 95054-1549            | Â             | Â X       | Â       | Â     |
| INTEL CAPITAL (CAYMAN) CORP<br>2200 MISSION COLLEGE BLVD<br>SANTA CLARA, CA 95054 | Â             | Â X       | Â       | Â     |

## Signatures

/s/ Cary I. Klafter,  
Secretary

02/09/2012

\_\_Signature of Reporting  
Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) The Series A Preferred Stock is convertible into common stock of the Issuer on a 1.5 for one basis and has no expiration date.
- (2) Owned directly by Intel Capital (Cayman) Corporation, a wholly-owned subsidiary of the Reporting Person. Intel Corporation disclaims beneficial ownership of the securities except to the extent of its pecuniary interest therein.
- (3) Reflects a 1 for 2 reverse stock split, effective as of immediately prior to the effectiveness of the Issuer's Registration Statement on Form S-1.
- (4) The Series B Preferred Stock is convertible into common stock of the Issuer on a 1.5 for one basis and has no expiration date.
- (5) The Series C Preferred Stock is convertible into common stock of the Issuer on a 1.5 for one basis and has no expiration date.

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.