

SYNAPTICS INC  
Form SC 13G/A  
February 15, 2006

**UNITED STATES  
SECURITIES AND EXCHANGE  
COMMISSION**  
Washington, D.C. 20549  
**SCHEDULE 13G**

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES  
13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-2(b)  
Under the Securities Exchange Act of 1934  
(Amendment No. 1)\***

**Synaptics Incorporated**

(Name of Issuer)

**common, 0.001000 par value per share**

(Title of Class of Securities)

**87157D109**

(CUSIP Number)

**Friday, December 30, 2005**

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

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The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 87157D109

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Raj Rajaratnam
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization  
United States
5. Sole Voting Power  
-0-
6. Shared Voting Power  
570,005
7. Sole Dispositive Power  
-0-
8. Shared Dispositive Power  
570,005
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
570,005
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)  
2.3 % (Based upon 24,830,000 shares of common outstanding)
12. Type of Reporting Person (See Instructions)  
IN

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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CUSIP No. 87157D109

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Galleon Advisors, L.L.C.
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization  
Delaware
5. Sole Voting Power  
-0-
6. Shared Voting Power  
127,944
7. Sole Dispositive Power  
-0-
8. Shared Dispositive Power  
127,944
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
127,944
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)  
.5 % (Based upon 24,830,000 shares of common outstanding)
12. Type of Reporting Person (See Instructions)  
OO

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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CUSIP No. 87157D109

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Galleon Management, L.L.C.
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization  
Delaware
5. Sole Voting Power  
-0-
6. Shared Voting Power  
570,005
7. Sole Dispositive Power  
-0-
8. Shared Dispositive Power  
570,005
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
570,005
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)  
2.3 % (Based upon 24,830,000 shares of common outstanding)
12. Type of Reporting Person (See Instructions)  
OO

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Galleon Management, L.P.
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization  
Delaware
5. Sole Voting Power  
-0-
6. Shared Voting Power  
570,005
7. Sole Dispositive Power  
-0-
8. Shared Dispositive Power  
570,005
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
570,005
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)  
2.3 % (Based upon 24,830,000 shares of common outstanding)
12. Type of Reporting Person (See Instructions)  
PN

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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CUSIP No. 87157D109

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Galleon Technology Partners II, L.P.
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization  
Delaware
5. Sole Voting Power  
-0-
6. Shared Voting Power  
39,994
7. Sole Dispositive Power  
-0-
8. Shared Dispositive Power  
39,994
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
39,994
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)  
.2 % (Based upon 24,830,000 shares of common outstanding)
12. Type of Reporting Person (See Instructions)  
PN

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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CUSIP No. 87157D109

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Galleon Technology Offshore, LTD
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization  
Bermuda
5. Sole Voting Power  
-0-
6. Shared Voting Power  
160,006
7. Sole Dispositive Power  
-0-
8. Shared Dispositive Power  
160,006
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
160,006
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)  
.6 % (Based upon 24,830,000 shares of common outstanding)
12. Type of Reporting Person (See Instructions)  
CO

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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CUSIP No. 87157D109

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Galleon Captain's Partners, L.P.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization  
Delaware

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

5. Sole Voting Power  
-0-

6. Shared Voting Power  
44,700

7. Sole Dispositive Power  
-0-

8. Shared Dispositive Power  
44,700

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
44,700

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)  
.2 % (Based upon 24,830,000 shares of common outstanding)

12. Type of Reporting Person (See Instructions)  
PN

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Galleon Captain's Offshore, LTD.
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
    - (a)
    - (b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
Bermuda
- |   |    |                                     |
|---|----|-------------------------------------|
|   | 5. | Sole Voting Power<br>-0-            |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6. | Shared Voting Power<br>175,305      |
|   | 7. | Sole Dispositive Power<br>-0-       |
|   | 8. | Shared Dispositive Power<br>175,305 |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
175,305
  10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
  11. Percent of Class Represented by Amount in Row (9)  
.7 % (Based upon 24,830,000 shares of common outstanding)
  12. Type of Reporting Person (See Instructions)  
CO

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CUSIP No. 87157D109

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Galleon Communications Partners, L.P.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization  
Delaware

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power -0-
	6.	Shared Voting Power 43,250
	7.	Sole Dispositive Power -0-
	8.	Shared Dispositive Power 43,250

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
43,250

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)  
.2 % (Based upon 24,830,000 shares of common outstanding)

12. Type of Reporting Person (See Instructions)  
PN

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CUSIP No. 87157D109

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Galleon Communications Offshore, LTD
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
    - (a)
    - (b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
Bermuda
- |   |    |                                     |
|---|----|-------------------------------------|
|   | 5. | Sole Voting Power<br>-0-            |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6. | Shared Voting Power<br>106,750      |
|   | 7. | Sole Dispositive Power<br>-0-       |
|   | 8. | Shared Dispositive Power<br>106,750 |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
106,750
  10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
  11. Percent of Class Represented by Amount in Row (9)  
.4 % (Based upon 24,830,000 shares of common outstanding)
  12. Type of Reporting Person (See Instructions)  
CO

**Item 1.**

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**Item 4. Ownership**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

For Raj Rajaratnam Galleon Management, L.L.C. and Galleon Management, L.P.

- (a) Amount beneficially owned:  
  
570,005.00
- (b) Percent of class:  
  
2.3 % (Based upon 24,830,000 shares of common outstanding)
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote  
  
0
  - (ii) Shared power to vote or to direct the vote  
  
570,005.00
  - (iii) Sole power to dispose or to direct the disposition of  
  
0
  - (iv) Shared power to dispose or to direct the disposition of  
  
570,005.00

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

For Galleon Advisors, L.L.C.

- (a) Amount beneficially owned:  
  
127,944.00
- (b) Percent of class:  
  
.5 % (Based upon 24,830,000 shares of common outstanding)
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote  
  
0
  - (ii) Shared power to vote or to direct the vote  
  
127,944.00
  - (iii) Sole power to dispose or to direct the disposition of  
  
0
  - (iv) Shared power to dispose or to direct the disposition of  
  
127,944.00

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

Galleon Technology Partners II, L.P.

- (a) Amount beneficially owned:  
  
39,994.00
- (b) Percent of class:

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(c) .2 % (Based upon 24,830,000 shares of common outstanding)  
Number of shares as to which the person has:

- (i) Sole power to vote or to direct the vote  
0
- (ii) Shared power to vote or to direct the vote  
39,994.00
- (iii) Sole power to dispose or to direct the disposition of  
0
- (iv) Shared power to dispose or to direct the disposition of  
39,994.00

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

Galleon Technology Offshore, LTD

(a) Amount beneficially owned:  
160,006.00

(b) Percent of class:  
.6 % (Based upon 24,830,000 shares of common outstanding)

(c) Number of shares as to which the person has:

- (i) Sole power to vote or to direct the vote  
0
- (ii) Shared power to vote or to direct the vote  
160,006.00
- (iii) Sole power to dispose or to direct the disposition of  
0
- (iv) Shared power to dispose or to direct the disposition of  
160,006.00

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

Galleon Captain's Partners, L.P.

(a) Amount beneficially owned:  
44,700.00

(b) Percent of class:  
.2 % (Based upon 24,830,000 shares of common outstanding)

(c) Number of shares as to which the person has:

- (i) Sole power to vote or to direct the vote  
0
- (ii) Shared power to vote or to direct the vote  
44,700.00

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- (iii) Sole power to dispose or to direct the disposition of  
0
- (iv) Shared power to dispose or to direct the disposition of  
44,700.00

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

Galleon Captain's Offshore, LTD.

- (a) Amount beneficially owned:  
175,305.00
- (b) Percent of class:  
.7 % (Based upon 24,830,000 shares of common outstanding)
- (c) Number of shares as to which the person has:

- (i) Sole power to vote or to direct the vote  
0
- (ii) Shared power to vote or to direct the vote  
175,305.00
- (iii) Sole power to dispose or to direct the disposition of  
0
- (iv) Shared power to dispose or to direct the disposition of  
175,305.00

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

Galleon Communications Partners, L.P.

- (a) Amount beneficially owned:  
43,250.00
- (b) Percent of class:  
.2 % (Based upon 24,830,000 shares of common outstanding)
- (c) Number of shares as to which the person has:

- (i) Sole power to vote or to direct the vote  
0
- (ii) Shared power to vote or to direct the vote  
43,250.00
- (iii) Sole power to dispose or to direct the disposition of  
0
- (iv) Shared power to dispose or to direct the disposition of  
43,250.00

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

Galleon Communications Offshore, LTD

- (a) Amount beneficially owned:

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- 106,750.00  
 (b) Percent of class:
- .4 % (Based upon 24,830,000 shares of common outstanding)  
 (c) Number of shares as to which the person has:
- (i) Sole power to vote or to direct the vote
  - (ii) 0  
Shared power to vote or to direct the vote
  - (iii) 106,750.00  
Sole power to dispose or to direct the disposition of
  - (iv) 0  
Shared power to dispose or to direct the disposition of
- 106,750.00

Pursuant to the partnership agreement of Galleon Captains Partners, L.P., Galleon Healthcare Partners, L.P., Galleon Technology Partners II, L.P., Galleon Explorers Partners, L.P., and Galleon Communication Partners, L.P., Galleon Management, L.P. and Galleon Advisors, L.L.C. share all investment and voting power with respect to the securities held by Galleon Captains Partners, L.P., Galleon Healthcare Partners, L.P., Galleon Technology Partners, L.P., Galleon Explorers Partners, L.P., and Galleon Communication Partners, L.P., and pursuant to an investment management agreement, Galleon Management, L.P. has all investment and voting power with respect to the securities held by Galleon Captains Offshore, Ltd., Galleon Healthcare Offshore, Ltd., Galleon Technology Offshore, Ltd., Galleon Communications Offshore, Ltd., Galleon Explorers Offshore, Ltd., Galleon Admirals Offshore, Ltd and Galleon Buccaneers Offshore, Ltd. Raj Rajaratnam, as the managing member of Galleon Management, L.L.C., controls Galleon Management, L.L.C., which, as the general partner of Galleon Management, L.P., controls Galleon Management, L.P. Raj Rajaratnam, as the managing member of Galleon Advisors, L.L.C., also controls Galleon Advisors, L.L.C. The shares reported herein by Raj Rajaratnam, Galleon Management, L.P., Galleon Management, L.L.C., and Galleon Advisors, L.L.C. may be deemed beneficially owned as a result of the purchase of such shares by Galleon Captains Partners, L.P., Galleon Captains Offshore, Ltd., Galleon Technology Partners II, L.P., Galleon Technology Offshore, Ltd., Galleon Healthcare Partners, L.P., Galleon Healthcare Offshore, Ltd., Galleon Explorers Partners, L.P., Galleon Explorers Offshore, Ltd., Galleon Communication Partners, L.P., Galleon Communication Offshore, Ltd., Galleon Admirals Offshore, Ltd and Galleon Buccaneers Offshore, Ltd., as the case may be. Each of Raj Rajaratnam, Galleon Management, L.P., Galleon Management, L.L.C., and Galleon Advisors, L.L.C. disclaims any beneficial ownership of the shares reported herein, except to the extent of any pecuniary interest therein.

**Item 5.**

**Ownership of Five Percent or Less of a Class**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

Not Applicable

**Item 6.**

**Ownership of More than Five Percent on Behalf of Another Person**

Not Applicable

**Item 7.**

**Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person**

Not Applicable

**Item 8.**

**Identification and Classification of Members of the Group**

Not Applicable

**Item 9.**

**Notice of Dissolution of Group**

Not Applicable

**Item 10.**

**Certification**

Not Applicable

## Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Tuesday, February 14, 2006  
Date

Raj Rajaratnam, for HIMSELF;  
For GALLEON ADVISORS, L.L.C., as its Managing Member  
For GALLEON MANAGEMENT, L.L.C., as its Managing Member;  
For GALLEON MANAGEMENT, L.P., as the Managing Member of its General Partner, Galleon Management, L.L.C.;  
For GALLEON TECHNOLOGY PARTNERS II, L.P., as the Managing Member of its General Partner, Galleon Advisors, L.L.C.;  
For GALLEON TECHNOLOGY OFFSHORE, LTD., as the Managing Member of Galleon Management, L.L.C., which is the General Partner of Galleon Management, L.P., which in turn, is an Authorized Signatory;  
For GALLEON CAPTAINS PARTNERS, L.P., as the Managing Member of its General Partner, Galleon Advisors, L.L.C.;  
For GALLEON CAPTAINS OFFSHORE, LTD., as the Managing Member of Galleon Management, L.L.C., which is the General Partner of Galleon Management, L.P., which in turn, is an Authorized Signatory;  
For GALLEON COMMUNICATION PARTNERS, L.P., as the Managing Member of its General Partner, Galleon Advisors, L.L.C.;  
For GALLEON COMMUNICATION OFFSHORE, LTD., as the Managing Member of Galleon Management, L.L.C., which is the General Partner of Galleon Management, L.P., which in turn, is an Authorized Signatory; and

## Exhibit 1

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate. in this statement is true, complete and correct.

Raj Rajaratnam, for HIMSELF;  
For GALLEON ADVISORS, L.L.C., as its Managing Member  
For GALLEON MANAGEMENT, L.L.C., as its Managing Member;  
For GALLEON MANAGEMENT, L.P., as the Managing Member of its General Partner, Galleon Management, L.L.C.;  
For GALLEON TECHNOLOGY PARTNERS II, L.P., as the Managing Member of its General Partner, Galleon Advisors, L.L.C.;  
For GALLEON TECHNOLOGY OFFSHORE, LTD., as the Managing Member of Galleon Management, L.L.C., which is the General Partner of Galleon Management, L.P., which in turn, is an Authorized Signatory;  
For GALLEON CAPTAINS PARTNERS, L.P., as the Managing Member of its General Partner, Galleon Advisors, L.L.C.;  
For GALLEON CAPTAINS OFFSHORE, LTD., as the Managing Member of Galleon Management, L.L.C., which is the General Partner of Galleon Management, L.P., which in turn, is an Authorized Signatory;  
For GALLEON COMMUNICATION PARTNERS, L.P., as the Managing Member of its General Partner, Galleon Advisors, L.L.C.;  
For GALLEON COMMUNICATION OFFSHORE, LTD., as the Managing Member of Galleon Management, L.L.C., which is the General Partner of Galleon Management, L.P., which in turn, is an Authorized Signatory; and