

SYNAPTICS INC  
Form 8-K  
October 24, 2008

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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  
October 21, 2008**

**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.)

**3120 SCOTT BLVD.  
SUITE 130  
SANTA CLARA, CALIFORNIA  
95054**

(Address of Principal Executive Offices) (Zip Code)  
**(408) 454-5100**

(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 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

Effective October 21, 2008, our board of directors amended and restated our bylaws to modernize and reflect changes in Delaware law since the adoption of the bylaws.

The full text of our bylaws is attached as Exhibit 3.2 to this Form 8-K and our amended and restated bylaws are incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(a) *Financial Statements of Business Acquired.*

Not applicable.

(b) *Pro Forma Financial Information.*

Not applicable.

(c) *Shell Company Transactions.*

Not applicable.

(d) *Exhibits.*

Exhibit  
Number

3.2            Second Amended and Restated Bylaws of Synaptics Incorporated

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**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: October 24, 2008

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

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**EXHIBIT INDEX**

Exhibit Number	Description
3.2	Second Amended and Restated Bylaws of Synaptics Incorporated