

Stelling Kessel D  
Form 4  
March 02, 2010

**FORM 4**

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

OMB APPROVAL

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Stelling Kessel D

2. Issuer Name and Ticker or Trading Symbol  
SYNOVUS FINANCIAL CORP  
[SNV]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
SYNOVUS FINANCIAL  
CORP., P.O. BOX 120  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/26/2010

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
President and COO

COLUMBUS, GA 31902

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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 Ownership (Instr. 4)
			Code	V	Amount (D) Price		
Common Stock	02/26/2010		A		35,088 <u>(1)</u>	A	\$ 0
Common Stock					86,052	I	By GRAT

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

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(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

Table with columns: 1. Title of Derivative Security (Instr. 3), 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date (Month/Day/Year), 3A. Deemed Execution Date, if any (Month/Day/Year), 4. Transaction 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 (Month/Day/Year), 7. Title and Amount of Underlying Securities (Instr. 3 and 4), 8. Price of Derivative Security (Instr. 5), 9. Number of Derivative Securities Owned Beneficially (Instr. 6, 7, and 8), 10. Ownership Form: Common, Preferred, etc. (Instr. 9), 11. Name and Title of Issuer (or grantor or owner of derivative security) (Instr. 9 and 10), 12. Name and Title of Reporting Person (Instr. 10), 13. Relationship to Issuer (Instr. 10 and 11), 14. Date of Acquisition (Instr. 10), 15. Date of Disposition (Instr. 10), 16. Acquisition or Disposition: Purchase, Exchange, Gift, Etc. (Instr. 10), 17. Tax Identification Number (Instr. 10), 18. Date of Exercise (Instr. 10), 19. Date of Expiration (Instr. 10), 20. Title of Underlying Security (Instr. 10), 21. Amount or Number of Underlying Securities (Instr. 10), 22. Date of Exercise (Instr. 10), 23. Date of Expiration (Instr. 10), 24. Title of Underlying Security (Instr. 10), 25. Amount or Number of Underlying Securities (Instr. 10).

Reporting Owners

Table with columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Entry for Stelling Kessel D, SYNOVUS FINANCIAL CORP. with relationship as President and COO.

Signatures

/s/ Mary Maurice Young, Attorney-in-Fact, 03/02/2010

\*\*Signature of Reporting Person Date

Explanation of Responses:

\* 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).

- (1) These shares are subject to restricted stock units that vest fully upon (1) the completion of two years of service by the Reporting Person and (2) the achievement by Synovus of two consecutive quarters of positive net income as determined under generally accepted accounting principles, provided that the units will only vest in 25% increments for each 25% of Synovus' obligations to the U.S. Treasury under TARP that are repaid.

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.