

**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
Date of Report (Date of earliest event reported): August 31, 2017**

SYNIVERSE HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

001-32432
(Commission File Number)

30-0041666
(I.R.S. Employer
Identification No.)

**8125 Highwoods Palm Way
Tampa, Florida 33647
Telephone: (813) 637-5000**

(Address, including zip code, and telephone number, including area code, of registrants' principal executive offices)

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:

- 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On August 31, 2017, Syniverse Holdings, Inc. (“Syniverse” or the “Company”) announced that Stephen C. Gray will be departing as Syniverse’s President and Chief Executive Officer in connection with the upcoming expiration of Mr. Gray’s employment agreement, dated February 23, 2015, between Syniverse Corporation and Mr. Gray. While the term of Mr. Gray’s employment agreement is set to expire on February 25, 2018, Mr. Gray has agreed to continue to act as the Company’s Chief Executive Officer beyond such date on an interim basis if necessary to permit the Company to complete its search for Mr. Gray’s successor and to assist the Company through any necessary transition period.

A copy of the press release regarding Mr. Gray’s departure is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
99.1	Press release, dated August 31, 2017.

EXHIBIT INDEX

Exhibit Number	Description
99.1	Press release, dated August 31, 2017.

Syniverse CEO Announces Retirement

Search for Chief Executive Officer to commence

TAMPA, Fla. – August 31, 2017 – Syniverse President and CEO Stephen C. Gray today announced he will retire February 2018 when his agreement expires. This announcement is being made now, providing ample time for a global CEO search.

Gray, a Syniverse Board member since The Carlyle Group’s acquisition of Syniverse in 2011, stepped into the role of President and CEO in August 2014 as interim leader. Gray became the non-interim President and CEO in February 2015 and has led the company through a series of important actions.

“I have been privileged to lead Syniverse through this period, am extremely proud of our accomplishments, and have enjoyed working with this world-class team,” Gray said. “The next leader of Syniverse will be able to take advantage of the investments made in our people, infrastructure, operational efficiencies and growing positive financial trends, as well as our unique position in the ecosystem to drive Syniverse forward. We are fortunate to have a strong leadership team focused on growth that will benefit our customers, employees and owners.”

Over the past three years, Gray has led Syniverse through significant achievements including the acceleration and completion of the integration of two large acquisitions, the alignment of network and infrastructure with the trajectory of the business, and a complex data center migration that provides the foundation for the company’s Cloud Transformation initiative.

Building on the company’s differentiated position in the mobile ecosystem, these accomplishments enabled Syniverse to attract, hire and develop a group of highly talented executives that have, over the last year, driven Syniverse to transform the company’s sales and go-to-market organization, as well as to develop and pursue new growth strategies that leverage Syniverse’s assets and unique market position.

“We are grateful for Steve’s exceptional leadership through what has been a transformational period in the company’s evolution,” said James A. Attwood, Jr., Chairman of the Syniverse Board of Directors. “Steve stepped into the leadership role of Syniverse with the mission to pivot the company to growth, while realigning the cost structure and maintaining a customer-first focus. He has accomplished that mission. Syniverse’s market opportunity continues to grow, and we have a highly talented team in place to pursue it. We are excited by Syniverse’s prospects in this next phase of the company’s growth.”

The Board will now commence a search for a permanent Chief Executive Officer. Gray will remain as CEO until the completion of the search process and he is committed to ensuring a smooth transition in leadership.

About Syniverse

Syniverse is the leading global transaction processor that connects more than 1,500 mobile service providers, enterprises, ISPs and OTTs in nearly 200 countries and territories, enabling seamless mobile communications across disparate and rapidly evolving networks, devices and applications. We deliver innovative cloud-based solutions that facilitate superior end-user experiences through always-on services and real-time engagement. For more than 25 years, Syniverse has been simplifying complexity to deliver the promise of mobility – a simple, interoperable experience, anytime, anywhere. For more information, visit www.syniverse.com, follow Syniverse on Twitter or connect with Syniverse on Facebook.

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