SYNOVUS FINANCIAL CORP

Form 4

August 13, 2008

FORM 4

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

OMB

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

3235-0287 Number: January 31, Expires:

2005

0.5

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations may continue.

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

burden hours per response...

Estimated average

See Instruction 1(b).

(Print or Type Responses)

1. Name and BEVERL	ng Person *	Symbo	1	d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer				
			[SNV		ANCIAL CORP	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)				10 ⁰		
P.O. BOX 120			08/11/	,		below) below) Advisory Director			
(Street)			4. If Ar	mendment, [Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(M	Ionth/Day/Ye	ar)	Applicable Line)			
COLUME	BUS, GA 31902					_X_ Form filed by O Form filed by M Person	1 0		
(City)	(State)	(Zip)	Ta	ble I - Non-	Derivative Securities Acq	uired, Disposed of	, or Beneficia	ally Owned	
1.Title of	2. Transaction Dat			3.	4. Securities Acquired (A	5. Amount of	6.	7. Nature o	
Security	(Month/Day/Year)	Execution	Date if	Transactio	n or Disposed of (D)	Securities	Ownership	Indirect	

(City)	(State)	Ta	ble I - Non-l	Derivative	e Secu	rities Acqui	red, Disposed of	, or Beneficia	illy 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)	n or Dispo (Instr. 3,	(A) or (D)	` '	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 Indirect Beneficial Ownership (Instr. 4)
Stock Common Stock	08/11/2008		J(1)(2)	682	A	11.0049	368,146 (3) 25,000	D I	Family Ltd. Partnership

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Da	ite	Amou	nt of	Derivative	1
Security	or Exercise		any	Code	of	(Month/Day/Y	Year)	Under	lying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									Amount		
						Date	Expiration	Title	Or		
						Exercisable	Date	ritte	Number		
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BEVERLY JOE E P.O. BOX 120 COLUMBUS, GA 31902

Advisory Director

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Signatures

/s/ Mary Maurice Young, Attorney-in-Fact

08/13/2008

**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) Purchase through Issuer's Director Stock Purchase Plan.
- (2) Profits realized on this purchase matched against all non-exempt sales during the prior and following six month periods will be paid over to the company.
- (3) Includes 80 shares acquired through dividend reinvestment.

Remarks:

Exhibit List

Exhibit 24 - Power of Attorney

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. pt to the extent that they are named parties in litigation), enter any of the Company s facilities, or do anything other than passively hold shares;

Reporting Owners 2

- Chioini, Klema, Bagley and Boyd agreed not to solicit or encourage others to bring claims against the Company or any Company Affiliates and they shall not have an ongoing role with the Company other than as passive shareholders through December 31, 2023;
- The Company will pay Chioini, Klema, Bagley and Boyd \$1.5 million, with \$500,000 paid on execution of a definitive settlement agreement and the remainder paid over a one-year period, beginning on May 24, 2018, in equal monthly installments. The Company will also pay Boyd an additional \$30,000 upon execution of a definitive settlement agreement.

• C	hioni and Klema are not entitled to any of their performance restricted shares. For purposes of a settlement,
Rockwell	will agree to accelerate any unvested stock options that were scheduled to vest between May 21, 2018 and
October 2,	2018. Chioini, Klema, Bagley and Boyd will have two years from May 24, 2018 to exercise all vested
stock optic	ons; and

• Chioni and Klema s Employment Agreements are discharged; however, the Employee Confidentiality, Assignment of Inventions, Non-Interference and Non-Competition Agreement shall continue to apply.

<u>Item 5.02</u> <u>Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers</u>

Resignation of Chioini and Boyd from Board of Directors

Effective as of July 30, 2018 and pursuant to the Settlement Term Sheet, Chioini and Boyd resigned from the Company s Board of Directors. With the resignations of Chioini and Boyd, the size of the Board will be reduced to five directors.

3

SIGNATURE

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.

ROCKWELL MEDICAL, INC.

Date: August 3, 2018 By: /s/ Benjamin Wolin

Benjamin Wolin Chairman of the Board

4