

SYNOVUS FINANCIAL CORP  
Form S-8 POS  
June 22, 2012

As filed with the Securities and Exchange Commission on June 22, 2012

Registration File No: 333-103628

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549  
POST-EFFECTIVE AMENDMENT NO. 1 TO  
FORM S-8  
REGISTRATION STATEMENT  
UNDER THE SECURITIES ACT OF 1933  
**SYNOVUS FINANCIAL CORP.**

(Exact name of registrant as specified in its charter)

**Georgia**

(State or other jurisdiction of  
incorporation or organization)

1111 Bay Avenue

Suite 500

**Columbus, Georgia**

(Address of Principal  
Executive Offices)

**58-1134883**

(IRS Employer  
Identification No.)

**31901**

(Zip Code)

SYNOVUS FINANCIAL CORP.

Option Plan for Conversion of Stock Options Assumed Pursuant to the Agreement and Plan of Merger

between Synovus Financial Corp. and FNB Newton Bankshares, Inc.

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(Full title of the plan)

Alana L. Griffin

Deputy General Counsel

Synovus Financial Corp.

1111 Bay Avenue

Suite 501

Columbus, Georgia 31901

(706) 644-2485

(Name and address, including zip code, and telephone number,  
including area code, of agent for service)

**EXPLANATORY NOTE**

This Post-Effective Amendment No. 1 to Registration Statement on Form S-8 (the Amendment ) filed by Synovus Financial Corp. ( Synovus ) relates to the Registration Statement on Form S-8 (Registration No. 333-103628) (the Registration Statement ) filed with the Securities and Exchange Commission ( SEC ) on March 6, 2003 for the registration of 249,505 shares of common stock, \$1.00 par value per share, of Synovus ( Common Stock ) which may be issued by Synovus pursuant to outstanding stock options which were assumed by Synovus under its Agreement and Plan of Merger with FNB Newton Bankshares, Inc. (the Plan ). This Amendment is filed to deregister all securities remaining unsold under the offering described in the Registration Statement as of the termination date of the Plan.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to Registration Statement on Form S-8 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Columbus, State of Georgia, on the 22nd day of June, 2012.

SYNOVUS FINANCIAL CORP.  
(Registrant)

By: /s/ Kessel D. Stelling  
Kessel D. Stelling

Chairman of the Board, President and Chief  
Executive Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, the Plan has duly caused this Post-Effective Amendment No. 1 to Registration Statement on Form S-8 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Columbus and State of Georgia on the 22nd day of June, 2012.

SYNOVUS FINANCIAL CORP. OPTION PLAN FOR  
CONVERSION OF STOCK OPTIONS ASSUMED  
PURSUANT TO THE AGREEMENT AND PLAN OF  
MERGER BETWEEN SYNOVUS FINANCIAL CORP.  
AND FNB NEWTON BANKSHARES, INC.

By: /s/ Kessel D. Stelling  
Kessel D. Stelling

Chairman of the Board, President and Chief  
Executive Officer, Synovus Financial Corp.