

## PROOF OF CLAIM AND RELEASE

### I. GENERAL INSTRUCTIONS

1. To recover as a member of the Class based on your claims in the action entitled *In re Synovus Financial Corp.*, Civil Action No. 1:09-cv-01811-JOF (the "Litigation"), you must complete and, on page 6 hereof, sign this Proof of Claim and Release form ("Proof of Claim"). If you fail to timely file a properly addressed Proof of Claim (as set forth in ¶3 below), your claim may be rejected and you may be precluded from any recovery from the Net Settlement Fund created in connection with the proposed settlement of the Litigation.

2. Submission of this Proof of Claim, however, does not assure that you will share in the proceeds of the settlement of the Litigation.

3. YOU MUST MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM POSTMARKED ON OR BEFORE SEPTEMBER 22, 2014, ADDRESSED AS FOLLOWS:

Synovus Securities Litigation  
Claims Administrator  
PO Box 5053  
Portland, OR 97208-5053

If you are NOT a Class Member (as defined in the Notice of Pendency and Proposed Settlement of Class Action (the "Notice")), DO NOT submit a Proof of Claim.

4. If you are a Class Member and you did not timely request exclusion in connection with the proposed settlement, you are bound by the terms of any judgment entered in the Litigation, including the releases provided therein, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM.

### II. DEFINITIONS

1. "Defendants" means Synovus Financial Corp. and the Individual Defendants.

2. "Individual Defendants" means Richard E. Anthony, Frederick L. Green III, and Mark G. Holladay.

3. "Related Parties" as to Synovus or any subsidiary or division of Synovus means each of that entity's past, present, or future directors, officers, employees, partners, members, insurers, co-insurers, reinsurers, principals, agents, controlling shareholders, attorneys, accountants or auditors, advisors, investment advisors, underwriters, personal or legal representatives, predecessors, successors, parents, subsidiaries, divisions, joint ventures, assigns, privies, related or affiliated corporations or entities, and any entity in which Synovus or any of its subsidiaries or divisions has a controlling interest. "Related Parties" as to the Individual Defendants shall also include members of an Individual Defendant's immediate family, present or former spouses, heirs, executors, administrators, agents, insurers, reinsurers, attorneys, personal or legal representatives, successors, assigns, any entity in which an Individual Defendant and/or any member of an Individual Defendant's immediate family has or have a controlling interest (directly or indirectly), and any trust of which any Individual Defendant is the settlor or which is for the benefit of any Individual Defendant and/or members of his/her immediate family.

4. "Released Persons" means each and all of the Defendants and each and all of their Related Parties.

5. "Stipulation" or "Stipulation of Settlement" is the Stipulation of Settlement dated as of March 10, 2014, entered into by the parties to the Litigation for the purpose of settling the Litigation.

### III. CLAIMANT IDENTIFICATION

1. If you purchased or acquired Synovus common stock and held the certificate(s) in your name, you are the beneficial purchaser as well as the record purchaser. If, however, you purchased or acquired Synovus common stock and the certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial purchaser and the third party is the record purchaser.

2. Use Part I of this form entitled "Claimant Identification" to identify each purchaser of record ("nominee"), if different from the beneficial purchaser of the Synovus common stock on which this claim is based. THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER(S) OR ACQUIRER(S), OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASER(S) OR ACQUIRER(S), OF THE SYNOVUS COMMON STOCK UPON WHICH THIS CLAIM IS BASED.

3. All joint purchasers must sign the Proof of Claim. Executors, administrators, guardians, conservators, and trustees must complete and sign the Proof of Claim on behalf of Persons represented by them and their authority must accompany the Proof of Claim and their titles or capacities must be stated. The Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

#### IV. CLAIM FORM

1. Use Part II of this form entitled “Schedule of Transactions in Synovus Common Stock” to supply all required details of your transaction(s) in Synovus common stock. If you need more space or additional schedules, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.

2. On the schedules, provide all of the requested information with respect to all of your purchases, acquisitions, or sales of Synovus common stock between October 26, 2007, and July 21, 2009, inclusive, whether such transactions resulted in a profit or a loss. You must also provide all of the requested information with respect to all of the Synovus common stock you held at the opening of trading on October 26, 2007, and at the close of trading on April 22, 2009 and July 21, 2009. Failure to report all such transactions may result in the rejection of your claim.

3. List each transaction during the Class Period separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day, and years of each transaction you list.

4. The date of covering a “short sale” is deemed to be the date of purchase of Synovus common stock. The date of a “short sale” is deemed to be the date of sale of Synovus common stock.

5. Copies of broker confirmations or other documentation of your transactions in Synovus common stock should be attached to your Proof of Claim. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.

NOTICE REGARDING ELECTRONIC FILES: Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. All claimants MUST submit a manually signed paper Proof of Claim form whether or not they also submit electronic copies. If you wish to file your claim electronically, you may contact the Claims Administrator at (866) 940-3615 or [info@synovussecuritieslitigation.com](mailto:info@synovussecuritieslitigation.com), or visit their website at [www.synovussecuritieslitigation.com](http://www.synovussecuritieslitigation.com) to obtain the required file layout. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the claimant a written acknowledgment of receipt and acceptance of electronically submitted data.

UNITED STATES DISTRICT COURT, NORTHERN DISTRICT OF GEORGIA

*In re Synovus Financial Corp.*,  
Civil Action No. 1:09-cv-01811-JOF

PROOF OF CLAIM AND RELEASE  
Must be Postmarked No Later Than:  
September 22, 2014

Please Type or Print

PART I: CLAIMANT IDENTIFICATION

Beneficial Owner's First Name	MI	Beneficial Owner's Last Name
<input type="text"/>	<input type="text"/>	<input type="text"/>
Joint Owner's First Name	MI	Joint Owner's Last Name
<input type="text"/>	<input type="text"/>	<input type="text"/>
Business Name (if Beneficial Owner is an entity)		
<input type="text"/>		
Representative (if applicable)		
<input type="text"/>		
Address 1		
<input type="text"/>		
Address 2		
<input type="text"/>		
City	State/Province	
<input type="text"/>	<input type="text"/>	
ZIP Code or Postal Code	Country (if not USA)	
<input type="text"/>	<input type="text"/>	
Social Security Number (Individual)	or	Taxpayer Identification Number (Corporation/Other)
<input type="text"/> - <input type="text"/> - <input type="text"/>		<input type="text"/> - <input type="text"/>
Area Code	Telephone Number (work)	Telephone Number (home)
<input type="text"/> - <input type="text"/> - <input type="text"/>	<input type="text"/> - <input type="text"/> - <input type="text"/>	<input type="text"/> - <input type="text"/> - <input type="text"/>
Record Owner's Name (if different from beneficial owner listed above)		
<input type="text"/>		
Email Address		
<input type="text"/>		
Account Number		
<input type="text"/>		

**PART II: SCHEDULE OF TRANSACTIONS IN SYNOVUS COMMON STOCK**

**A. Number of shares of Synovus common stock held at the opening of trading on October 26, 2007:**

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**B. Purchases or acquisitions of Synovus common stock (October 26, 2007-July 21, 2009, inclusive. Please note: shares purchased after the Class Period from April 23, 2009 through July 21, 2009 will be used to balance your claim only):**

<b>Trade Date MM DD YY</b>	<b>Number of Shares Purchased or Acquired</b>	<b>Purchase Price per Share</b>	<b>Total Purchase or Acquisition Price</b>	<b>Transaction Type (P/R)*</b>

\* P=Purchase, R=Receipt (transfer in)

**C. Sales of Synovus common stock (October 26, 2007-July 21, 2009, inclusive):**

<b>Trade Date MM DD YY</b>	<b>Number of Shares Sold</b>	<b>Sales Price per Share</b>	<b>Total Sales Price</b>	<b>Transaction Type (S/D)*</b>

\* S=Sale, D=Delivery (transfer out)

**D. Number of shares of Synovus common stock held at the close of trading on April 22, 2009:**

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**E. Number of shares of Synovus common stock held at the close of trading on July 21, 2009:**

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If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page.

**YOU MUST READ THE RELEASE. YOUR SIGNATURE ON PAGE 6 WILL CONSTITUTE YOUR ACKNOWLEDGMENT OF THE RELEASE.**

**V. SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS**

I (We) submit this Proof of Claim under the terms of the Stipulation of Settlement described in the Notice. I (We) also submit to the jurisdiction of the United States District Court for the Northern District of Georgia, with respect to my (our) claim as a Class Member and for purposes of enforcing the release set forth herein. I (We) further acknowledge that I am (we are) bound by and subject to the terms of any judgment that may be entered in the Litigation. I (We) agree to furnish additional information to the Claims Administrator to support this claim if requested to do so. I (We) have not submitted any other claim covering the same purchases or acquisitions of Synovus common stock during the Class Period and know of no other person having done so on my (our) behalf.

**VI. RELEASE**

1. I (We) hereby acknowledge full and complete satisfaction of, and do hereby fully, finally, and forever settle, release, and discharge all Released Claims against the Released Persons.

2. "Released Claims" means any and all rights, liabilities, suits, debts, obligations, demands, damages, losses, judgments, matters, issues, claims (including Unknown Claims as defined in ¶3 below) and causes of action of every nature and description whatsoever, in law or equity, and regardless of upon what legal theory based, whether arising under federal, state, local, statutory, common law, foreign law, or any other law, rule, or regulation, whether fixed, contingent, or absolute, accrued or unaccrued, liquidated or un-liquidated, matured or un-matured, known or unknown, discoverable or undiscoverable, concealed or hidden, suspected or unsuspected, disclosed or undisclosed, whether class and/or individual in nature that arise from both (a) the purchase or acquisition of Synovus common stock by Class Members and (b) the facts, matters, allegations, transactions, events, disclosures, representations, statements, acts, or omissions or failures to act which were alleged or that could have been alleged or asserted in the Litigation.

3. "Unknown Claims" means any and all Released Claims which Plaintiffs or any Class Members do not know or suspect to exist in his, her, or its favor at the time of the release of the Released Persons which, if known by him, her, or it, might have affected his, her, or its settlement with and release of the Released Persons, or might have affected his, her, or its decision not to object to this settlement. With respect to any and all Released Claims, the Settling Parties stipulate and agree that, upon the Effective Date, Plaintiffs shall waive, and each of the Class Members shall be deemed to have waived, and by operation of the Judgment shall have waived, the provisions, rights and benefits of California Civil Code §1542, which provides:

**A GENERAL RELEASE DOES NOT EXTEND TO CLAIMS WHICH THE CREDITOR DOES NOT KNOW OR SUSPECT TO EXIST IN HIS OR HER FAVOR AT THE TIME OF EXECUTING THE RELEASE, WHICH IF KNOWN BY HIM OR HER MUST HAVE MATERIALLY AFFECTED HIS OR HER SETTLEMENT WITH THE DEBTOR.**

Plaintiffs shall expressly waive, and each of the Class Members shall be deemed to have by operation of the Judgment expressly waived, any and all provisions, rights, and benefits conferred by any law of any state or territory of the United States, or principle of common law, which is similar, comparable or equivalent to California Civil Code §1542. Plaintiffs and the Class Members may hereafter discover facts in addition to or different from those which he, she, or it now knows or believes to be true with respect to the Released Claims, but Plaintiffs shall expressly fully, finally, and forever settle and release, and each Class Member, upon the Effective Date, shall be deemed to have, and by operation of the Judgment shall have, fully, finally, and forever settled and released, any and all Released Claims, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, which now exist, or have existed, upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct which is negligent, intentional, with or without malice, or a breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts. Plaintiffs acknowledge, and the Class Members shall be deemed by operation of the Judgment to have acknowledged, that the foregoing waiver was separately bargained for and a key element of the settlement of which this release is a part.

4. This release shall be of no force or effect unless and until the Court approves the Stipulation of Settlement and the Stipulation becomes effective on the Effective Date (as defined in the Stipulation).

5. I (We) hereby warrant and represent that I (we) have not assigned, transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.

6. I (We) hereby warrant and represent that I (we) have included information about all of my (our) transactions in Synovus common stock which occurred during the Class Period as well as the amount of Synovus common stock held by me (us) at the opening of trading on October 26, 2007, and at the close of trading on April 22, 2009 and July 21, 2009.

I declare under penalty of perjury that the foregoing information supplied by the undersigned is true and correct.

Executed this \_\_\_\_\_ day of \_\_\_\_\_,  
(Month/Year)

in \_\_\_\_\_, \_\_\_\_\_  
(City) (State/County)

\_\_\_\_\_  
(Sign your name here)

\_\_\_\_\_  
(Type or print your name here)

\_\_\_\_\_  
(Capacity of person(s) signing, e.g., Beneficial Purchaser or Acquirer, Executor or Administrator)

**ACCURATE CLAIMS PROCESSING TAKES A  
SIGNIFICANT AMOUNT OF TIME.  
THANK YOU FOR YOUR PATIENCE.**

Reminder Checklist:

1. Please sign the above release and declaration.
2. Remember to attach supporting documentation, if available.
3. Do not send original stock certificates.
4. Keep a copy of your claim form for your records.
5. If you desire an acknowledgment of receipt of your claim form, please send it Certified Mail, Return Receipt Requested.
6. If you move, please send us your new address.