SYMS CORP Form 4 May 15, 2006

FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

1(b).

(Last)

may continue.

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 See Instruction

(Print or Type Responses)

1. Name and Address of Reporting Person * ZINDMAN RONALD

(First)

(Street)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

SYMS CORP [SYM]

(Check all applicable)

3. Date of Earliest Transaction C/O SYMS CORP, SYMS WAY

(Month/Day/Year) 05/11/2006

Director 10% Owner Other (specify _X__ Officer (give title below)

(Middle)

Exec. VP-Gen. Merchandise Mgr.

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

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting Person

SECAUCUS, NJ 07094

(City)	(State)	(Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly 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)	, , ,			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	05/11/2006		M	1,500 (1)	A	\$ 7.413 (1)	3,700	D	
Common Stock	05/11/2006		S	1,500	D	\$ 17.76	2,200	D	
Common Stock	05/12/2006		M	2,000 (1)	A	\$ 7.413 (1)	4,200	D	
Common Stock	05/12/2006		S	500	D	\$ 17.8	3,700	D	
	05/12/2006		S	500	D		3,200	D	

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Common 17.82 Stock Common S 1,000 1,000 D 05/12/2006 Stock

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

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(9-02)

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

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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 7.413 (1)	05/11/2006		M		1,500 (1)	03/01/2002	09/18/2006	Common Stock	1,500 (1)
Stock Option (Right to Buy)	\$ 7.413 (1)	05/12/2006		M		2,000 (1)	03/01/2002	09/18/2006	Common Stock	2,000 (1)

Reporting Owners

Relationships Reporting Owner Name / Address

Director 10% Owner Officer Other

ZINDMAN RONALD C/O SYMS CORP **SYMS WAY** SECAUCUS, NJ 07094

Exec. VP-Gen. Merchandise Mgr.

2 Reporting Owners

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Signatures

/s/ Ronald Zindman 05/15/2006

**Signature of Date
Reporting Person

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).
- The number of shares subject to such options and the related exercise price have been adjusted to reflect the Issuer's anti-dilution (1) adjustment on June 3, 2005 of all outstanding options, which adjustment multiplied all outstanding exercise prices by 0.9266 and multiplied all related shares by 1.0792.

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.

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