

CHIZEN BRUCE R
Form 4
December 14, 2010

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
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
CHIZEN BRUCE R

(Last) (First) (Middle)

700 EAST MIDDLEFIELD ROAD

(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
SYNOPSYS INC [SNPS]

3. Date of Earliest Transaction
(Month/Day/Year)
12/13/2010

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
Common Stock	12/13/2010		M	40,000	A \$ 25.345 75,208	D	
Common Stock	12/13/2010		S	40,000	D \$ 26.7213 35,208 (1)	D	
Common Stock	12/13/2010		M	20,000	A \$ 25.345 55,208	D	
Common Stock	12/13/2010		S	20,000	D \$ 26.7213 35,208 (1)	D	
Common	12/13/2010		M	40,000	A \$ 24.915 75,208	D	

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Stock

Common Stock	12/13/2010	S	40,000	D	\$ 26.7213 (1)	35,208	D
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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of S
Non-Qualified Stock Option (right to buy)	\$ 24.915	12/13/2010		M		40,000		06/19/2003	06/04/2012	Common Stock	40
Non-Qualified Stock Option (right to buy)	\$ 25.345	12/13/2010		M		40,000		04/23/2005	04/23/2011	Common Stock	40
Non-Qualified Stock Option (right to buy)	\$ 25.345	12/13/2010		M		20,000		03/31/2002	04/23/2011	Common Stock	20

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CHIZEN BRUCE R
700 EAST MIDDLEFIELD ROAD X
MOUNTAIN VIEW, CA 94043

Signatures

By: Stephen Buckhout pursuant to POA For: Bruce R
Chizen

12/14/2010

__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) The average price of \$26.721267 consists of 4626 at 26.74, 3588 at 26.75, 2800 at 26.76, 2394 at 26.77, 2300 at 26.78, 2900 at 26.79, 1392 at 26.80, 2855 at 26.70, 2200 at 26.71, 22745 at 26.72, 11084 at 26.73, 1116 at 26.74, 1,155 at 26.69, 38,845 at 26.70

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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