

SYNOPSYS INC

Form 4

August 25, 2014

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
Number: 3235-0287
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2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
CHAN CHI-FOON

(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)

08/22/2014

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)

Co-CEO & President

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 | 08/22/2014 | | M | 15,000 | A \$ 21.02 208,899 | D | |
| Common Stock | 08/22/2014 | | S | 15,000 | D \$ 41.5503 193,899 | D | |
| Common Stock | 08/22/2014 | | S | 3,000 | D \$ 41.5462 190,899 | D | |

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

**Persons who respond to the collection of
information contained in this form are not**

SEC 1474
(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 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 Shares |
| Non-Qualified Stock Option (right to buy) | \$ 21.02 | 08/22/2014 | | M ⁽³⁾ | | 15,000 | | 12/04/2013 | 12/04/2016 | Common Stock | 15,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|---|----------------------------------|
| | Director 10% Owner Officer Other |
| CHAN CHI-FOON 700 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043 | X Co-CEO & President |

Signatures

By: POA pursuant Christina Escalante-Dutra For: Chi-Foon Chan 08/25/2014

 **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 \$41.5503 consists of 200 @ \$41.4200, 100 @ \$41.4600, 2700 @ \$41.4700, 100 @ \$41.5100, 100 @ \$41.5261, 200 @ \$41.5280, 4800 @ \$41.5300, 300 @ \$41.5400, 2000 @ \$41.5500, 300 @ \$41.5600, 100 @ \$41.5800, 100 @ \$41.5863, 100 @ \$41.5900, 600 @ \$41.6000, 800 @ \$41.6100, 1000 @ \$41.6103, 100 @ \$41.6220, 100 @ \$41.6400, 200 @ \$41.6500, 200 @ \$41.6800, 100 @ \$41.7000, 500 @ \$41.7153, and 300 @ \$41.7300.

(2) The average price of \$41.5462 consists of 93 @ \$41.3600, 100 @ \$41.4200, 363 @ \$41.5000, 200 @ \$41.5100, 100 @ \$41.5200, 300 @ \$41.5300, 100 @ \$41.5400, 600 @ \$41.5500, 300 @ \$41.5600, 100 @ \$41.5700, 100 @ \$41.5800, 100 @ \$41.5900, and 544 @ \$41.6300.

(3) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

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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