

WALSKE STEVEN  
Form 4  
December 14, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
WALSKE STEVEN

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
700 EAST MIDDLEFIELD ROAD  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/14/2010

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

MOUNTAIN VIEW, CA 94043  
(City) (State) (Zip)

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

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/14/2010		M		20,000	A	\$ 25.345 55,408
Common Stock	12/14/2010		S		20,000	D	\$ 26.8273 35,408 (1)
Common Stock	12/14/2010		M		20,000	A	\$ 25.345 55,408
Common Stock	12/14/2010		S		20,000	D	\$ 26.8273 35,408 (2)
Common Stock	12/14/2010		M		40,000	A	\$ 24.915 75,408

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Stock

Common Stock	12/14/2010	S	40,000	D	\$ 26.8273	35,408	D
					<u>(3)</u>		

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

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**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 of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 24.915	12/14/2010		M	40,000	06/19/2003 06/04/2012	Common Stock 40
Non-Qualified Stock Option (right to buy)	\$ 25.345	12/14/2010		M	20,000	03/31/2002 04/23/2011	Common Stock 20
Non-Qualified Stock Option (right to buy)	\$ 25.345	12/14/2010		M	20,000	03/31/2002 04/23/2011	Common Stock 20

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

WALSKE STEVEN  
700 EAST MIDDLEFIELD ROAD X  
MOUNTAIN VIEW, CA 94043

## Signatures

By: Stephen Buckhout pursuant to POA For: Steven Walske

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 26.8273 consists of 100 at 26.78, 3300 at 26.79, 300 at 26.7908, 12000 at 26.80, 100 at 26.8004, 100 at 26.8007, 100 at 26.8011, 100 at 26.8012, 100 at 26.8076, 3800 at 26.81  
  
The average price of \$26.8273 consists of 10 at 26.89, 67 at 26.8226, 100 at 26.811, 100 at 26.8127, 100 at 26.8167, 100 at 26.8202, 100 at 26.821, 100 at 26.8211, 100 at 26.8218, 100 at 26.8219, 100 at 26.8222, 100 at 26.8227, 100 at 26.8233, 100 at 26.8237, 100 at 26.8353, 100 at 26.8411, 100 at 26.8419, 100 at 26.8571, 100 at 26.8595, 100 at 26.8728, 100 at 26.8817, 100 at 26.8909, 200 at 26.8107, 200 at 8117, 200 at 26.8576, 200 at 26.8608, 200 at 8801, 200 at 26.8805, 200 at 26.8806, 233 at 26.8238, 300 at 8206, 300 at 26.825, 500 at 26.8207, 500 at 26.86, 600 at 26.8408, 800 at 26.8108, 800 at 26.8508, 1000 at 26.8208, 1300 at 26.90, 2000 at 26.81, 3000 at 26.87, 3200 at 26.85, 1990 at 26.83
  - (2) The average price of \$26.8273 consists of 1810 at 26.83, 4390 at 26.88, 10869 at 26.84, 22931 at 26.82

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.