SYNOPSYS INC Form 4 March 31, 2011

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 3235-0287

**OMB APPROVAL** 

Number:

Expires:

January 31,

2005

0.5

Estimated average

burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

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(b).

1. Name and Address of Reporting Person \* COLEMAN DEBORAH A

700 EAST MIDDLEFIELD ROAD

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

SYNOPSYS INC [SNPS]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

\_X\_\_ Director

10% Owner Other (specify

(Month/Day/Year)

03/29/2011

Officer (give title below)

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

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

> \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secu	rities Acquir	ed, Disposed of,	or Beneficiall	y 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. Securit coor Dispos (Instr. 3, 4	ed of	` ′	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	03/29/2011		M	20,000	A	\$ 25.345	62,653	D	
Common Stock	03/29/2011		S	20,000	D	\$ 27.4114 (1)	42,653	D	
Common Stock	03/29/2011		M	20,000	A	\$ 25.345	62,653	D	
Common Stock	03/29/2011		S	20,000	D	\$ 27.4114 (2)	42,653	D	

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

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SEC 1474 (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 or 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 Amou Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am or Nu of S
Non-Qualified Stock Option (right to buy)	\$ 25.345	03/29/2011		M	20,000	04/23/2001	04/23/2011	Common Stock	20
Non-Qualified Stock Option (right to buy)	\$ 25.345	03/29/2011		M	20,000	04/23/2001	04/23/2011	Common Stock	20

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

COLEMAN DEBORAH A
700 EAST MIDDLEFIELD ROAD X
MOUNTAIN VIEW, CA 94043

# **Signatures**

By: Stephen Buckhout pursuant to POA For: Debi Coleman

\*\*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) All shares sold on this date sold at the average price of \$27.4114 which consists of 8735 at 27.39, 1000 at 27.3901, 3300 at 27.40, 6965 at 27.41

03/31/2011

(2) All shares sold on this date sold at the average price of \$27.4114 which consists of 1310 at 27.41, 200 at 27.4101, 12128 at 27.42, 4462 at 27.43, 400 at 27.44, 1200 at 27.45, 300 at 27.4501

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

Reporting Owners 2

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