

WALSKE STEVEN

Form 4

February 27, 2013

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
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
WALSKE STEVEN

(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)

02/27/2013

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	02/27/2013		M	V Amount (A) or (D) Price 40,000 A \$ 30.94	71,018	D	
Common Stock	02/27/2013		S	40,000 D \$ 35.05 (1)	31,018	D	
Common Stock	02/27/2013		M	30,000 A \$ 29.87	61,018	D	
Common Stock	02/27/2013		S	30,000 D \$ 35.05 (1)	31,018	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 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)	Amount or Number of S
Non-Qualified Stock Option (right to buy)	\$ 29.87	02/27/2013		M	30,000	05/24/2005 05/26/2014	Common Stock	30
Non-Qualified Stock Option (right to buy)	\$ 30.94	02/27/2013		M	40,000	04/23/2004 06/20/2013	Common Stock	40

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WALSKE STEVEN 700 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043		X		

Signatures

By: Stephen Buckhout pursuant to POA For: Steven
Walske

02/27/2013

__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 \$35.05 which consists of: 1,500@34.73, 1,500@34.74, 4,100@34.75, 100@34.76, 2,000@34.77, 100@34.78, 3,800@34.79, 400@34.8, 200@34.81, 6@34.82, 1,000@34.83, 1,000@34.84, 1,600@34.85, 300@34.86, 100@34.865, 3,000@34.87, 900@34.88, 748@34.89, 100@34.9, 400@34.91, 200@34.92, 100@34.93, 100@34.94, 1,200@34.97, 100@34.99, 600@35, 200@35.02, 100@35.04, 1,800@35.08, 1,100@35.09, 100@35.095, 1,000@35.1, 600@35.11, 100@35.115, 2,600@35.12, 100@35.127, 2,600@35.13, 200@35.133, 2,854@35.14, 100@35.1478, 2,274@35.15, 100@35.1552, 100@35.1595, 3,476@35.16, 200@35.165, 200@35.1653, 200@35.1683, 5,388@35.17, 100@35.1738, 300@35.175, 4,224@35.18, 100@35.1853, 100@35.1872, 833@35.19, 100@35.1907, 3,100@35.2, 3,700@35.21, 1,086@35.22, 100@35.2207, 211@35.23, 1,100@35.24,

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200@35.25, 700@35.28, 200@35.2809, 100@35.2894, 1,800@35.29, 500@35.3, 900@35.31.

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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