

SYNOPSYS INC

Form 4

August 22, 2016

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 *
DE GEUS AART

(Last) (First) (Middle)

690 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)
08/19/2016

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)
Chairman of the Board & Co-CEO

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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/19/2016		M	158,734 A	\$ 26.56 159,791	D	
Common Stock	08/19/2016		S ⁽¹⁾	158,734 D	\$ 58.3566 1,057	D	
Common Stock	08/22/2016		M	41,266 A	\$ 26.56 42,323	D	
Common Stock	08/22/2016		S ⁽¹⁾	41,266 D	\$ 58.5695 1,057	D	
	08/19/2016		S ⁽¹⁾	52,000 D	218,152	I	

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Common Stock					\$ 58.3809 (4)			by Family Trust ⁽⁵⁾
Common Stock	08/19/2016	S ⁽¹⁾	4,000	D	\$ 58.3362 (6)	18,500	I	by Partnership
Common Stock	08/19/2016	S ⁽¹⁾	50,000	D	\$ 58.3767 (7)	368,551	I	by Separate Prop Tr ⁽⁵⁾

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 of Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Underlying Security (Instr. 3 and 4)
Non-Qualified Stock Option (right to buy)	\$ 26.56	08/19/2016		M		158,734		03/09/2011	12/09/2017	Common Stock	1,000,000
Non-Qualified Stock Option (right to buy)	\$ 26.56	08/22/2016		M		41,266		03/09/2011	12/09/2017	Common Stock	4,000,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DE GEUS AART 690 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043	X		Chairman of the Board & Co-CEO	

Signatures

By: POA pursuant Christina Escalante-Dutra For: Aart de Geus

08/22/2016

__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 transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

Represents a weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from \$58.00 to \$58.66. The Reporting Person has provided to the Issuer, and undertakes to provide to the staff of the Securities and Exchange

(2) Commission or any security holder of the Issuer, upon request, full information regarding the number of shares purchased at each separate price within the range.

Represents a weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from \$58.285 to \$58.87. The Reporting Person has provided to the Issuer, and undertakes to provide to the staff of the Securities and Exchange

(3) Commission or any security holder of the Issuer, upon request, full information regarding the number of shares purchased at each separate price within the range.

Represents a weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from \$58.005 to \$58.64. The Reporting Person has provided to the Issuer, and undertakes to provide to the staff of the Securities and Exchange

(4) Commission or any security holder of the Issuer, upon request, full information regarding the number of shares purchased at each separate price within the range.

The reporting person previously transferred shares to the de Geus-John Family Trust and the Aart J de Geus Separate Property Trust (the "Transfers"). The Transfers are exempt from Section 16 by virtue of Rule 16a-13. Since the Transfers, the reporting person has reported the shares as directly held. The shares are indirectly held by the reporting person through the de Geus-John Family Trust and the Aart J de Geus Separate Property Trust.

(5) Represents a weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from \$58.02 to \$58.59. The Reporting Person has provided to the Issuer, and undertakes to provide to the staff of the Securities and Exchange Commission or any security holder of the Issuer, upon request, full information regarding the number of shares purchased at each separate price within the range.

Represents a weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from \$58.00 to \$58.65. The Reporting Person has provided to the Issuer, and undertakes to provide to the staff of the Securities and Exchange

(7) Commission or any security holder of the Issuer, upon request, full information regarding the number of shares purchased at each separate price within the range.

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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