

SYNOPSYS INC

Form 4

December 05, 2006

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 *
Sloma Geoffrey E

(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)
12/04/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

VP, Corp Controller, & PAO

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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	12/04/2006		S		558	D	\$ 25.8109	0	D
Common Stock	12/04/2006		M		100	A	\$ 14.6875	100	D
Common Stock	12/04/2006		S		100	D	\$ 25.51	0	D
Common Stock	12/04/2006		M		9,900	A	\$ 14.6875	9,900	D
Common Stock	12/04/2006		S		9,900	D	\$ 25.5	0	D

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Common Stock	12/04/2006	M	1,207	A	\$ 14.6875	1,207	D
Common Stock	12/04/2006	S	1,207	D	\$ 25.48	0	D
Common Stock	12/04/2006	M	100	A	\$ 14.6875	100	D
Common Stock	12/04/2006	S	100	D	\$ 25.47	0	D
Common Stock	12/04/2006	M	600	A	\$ 14.6875	600	D
Common Stock	12/04/2006	S	600	D	\$ 25.46	0	D
Common Stock	12/04/2006	M	1,300	A	\$ 14.6875	1,300	D
Common Stock	12/04/2006	S	1,300	D	\$ 25.45	0	D
Common Stock	12/04/2006	M	900	A	\$ 14.6875	900	D
Common Stock	12/04/2006	S	900	D	\$ 25.44	0	D
Common Stock	12/04/2006	M	750	A	\$ 14.6875	750	D
Common Stock	12/04/2006	S	750	D	\$ 25.43	0	D
Common Stock	12/04/2006	M	200	A	\$ 14.6875	200	D
Common Stock	12/04/2006	S	200	D	\$ 25.42	0	D
Common Stock	12/04/2006	M	2,000	A	\$ 14.6875	2,000	D
Common Stock	12/04/2006	S	2,000	D	\$ 25.41	0	D
Common Stock	12/04/2006	M	600	A	\$ 14.6875	600	D
Common Stock	12/04/2006	S	600	D	\$ 25.4	0	D
Common Stock	12/04/2006	M	500	A	\$ 14.6875	500	D
Common Stock	12/04/2006	S	500	D	\$ 25.39	0	D
	12/04/2006	M	2,412	A		2,412	D

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Common Stock					\$ 14.6875		
Common Stock	12/04/2006	S	2,412	D	\$ 25.38	0	D
Common Stock	12/04/2006	M	1,681	A	\$ 14.6875	1,681	D
Common Stock	12/04/2006	S	1,681	D	\$ 25.49	0	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 of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 14.6875	12/04/2006		M	100	07/31/2001 ⁽¹⁾ 08/14/2010	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 14.6875	12/04/2006		M	9,900	07/31/2001 ⁽¹⁾ 08/14/2010	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 14.6875	12/04/2006		M	1,207	07/31/2001 ⁽¹⁾ 08/14/2010	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 14.6875	12/04/2006		M	100	07/31/2001 ⁽¹⁾ 08/14/2010	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 14.6875	12/04/2006		M	600	07/31/2001 ⁽¹⁾ 08/14/2010	Common Stock
	\$ 14.6875	12/04/2006		M	1,300	07/31/2001 ⁽¹⁾ 08/14/2010	

Non-Qualified Stock Option (right to buy)								Common Stock
Non-Qualified Stock Option (right to buy)	\$ 14.6875	12/04/2006	M	900	07/31/2001 ⁽¹⁾	08/14/2010		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 14.6875	12/04/2006	M	750	07/31/2001 ⁽¹⁾	08/14/2010		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 14.6875	12/04/2006	M	200	07/31/2001 ⁽¹⁾	08/14/2010		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 14.6875	12/04/2006	M	2,000	07/31/2001 ⁽¹⁾	08/14/2010		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 14.6875	12/04/2006	M	600	07/31/2001 ⁽¹⁾	08/14/2010		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 14.6875	12/04/2006	M	500	07/31/2001 ⁽¹⁾	08/14/2010		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 14.6875	12/04/2006	M	2,412	07/31/2001 ⁽¹⁾	08/14/2010		Common Stock
Non-Qualified Stock Option (right to buy)	\$ 14.6875	12/04/2006	M	1,681	07/31/2001 ⁽¹⁾	08/14/2010		Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sloma Geoffrey E 700 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043			VP, Corp Controller, & PAO	

Signatures

By: Stephen Buckhout pursuant to POA For: Geoffrey E
Sloma 12/05/2006

__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).

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- (1) 1/4 of the option vested 7/31/2001 with the remainder vesting in a series of 36 monthly installments. Original grant of 60,000 shares:
37,750 shares have been exercised prior to individual becoming a reporting person.

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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