SYNOPSYS INC Form 4 May 27, 2008

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

obligations may continue. See Instruction 1(b).

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 * Logan Joseph W

2. Issuer Name and Ticker or Trading Symbol

SYNOPSYS INC [SNPS]

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

(Month/Day/Year) 05/23/2008

700 EAST MIDDLEFIELD ROAD

(Street)

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

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

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

Sr. VP, Worldwide Sales

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

MOUNTAIN VIEW, CA 94043

(City)	(State)	(Zip) 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. Securi cor Dispo (Instr. 3,	sed 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	05/23/2008		Code V M	Amount 188	(D)	Price \$ 16.18	5,210	D	
Common Stock	05/23/2008		S	188	D	\$ 25.7307	5,022	D	
Common Stock	05/23/2008		M	250	A	\$ 17.16	5,272	D	
Common Stock	05/23/2008		S	250	D	\$ 25.7307	5,022	D	
Common Stock	05/23/2008		M	834	A	\$ 17.16	5,856	D	

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Common Stock	05/23/2008	S	834	D	\$ 25.7307	5,022	D
Common Stock	05/23/2008	M	205	A	\$ 17.16	5,227	D
Common Stock	05/23/2008	S	205	D	\$ 25.7307	5,022	D
Common Stock	05/23/2008	M	1,125	A	\$ 18.23	6,147	D
Common Stock	05/23/2008	S	1,125	D	\$ 25.7307	5,022	D
Common Stock	05/23/2008	M	29	A	\$ 15.18	5,051	D
Common Stock	05/23/2008	M	21	A	\$ 16.18	5,072	D
Common Stock	05/23/2008	M	28	A	\$ 17.16	5,100	D
Common Stock	05/23/2008	M	92	A	\$ 17.16	5,192	D
Common Stock	05/23/2008	M	23	A	\$ 17.16	5,215	D
Common Stock	05/23/2008	M	125	A	\$ 18.23	5,340	D
Common Stock	05/23/2008	M	263	A	\$ 15.18	5,603	D
Common Stock	05/23/2008	S	263	D	\$ 25.7307	5,340	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)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Am
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	omof Derivative	Expiration Date	Underlying Sec
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired		
	Derivative				(A) or		
	Security				Disposed of		
					(D)		
					(Instr. 3, 4,		
					and 5)		

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					Date Exercisable	Expiration Date	Title	A oı N
			Code V (A)	(D)		Date		of Sl
Non-Qualified Stock Option (right to buy)	\$ 15.18	05/23/2008	M <u>(1)</u>	29	11/19/2004(2)	08/19/2014	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 15.18	05/23/2008	M <u>(1)</u>	263	11/19/2004(2)	08/19/2014	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 16.18	05/23/2008	M <u>(1)</u>	188	01/15/2005(2)	10/15/2011	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 16.18	05/23/2008	M <u>(1)</u>	21	01/15/2005(2)	10/15/2011	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 17.16	05/23/2008	M <u>(1)</u>	250	07/23/2005(3)	12/23/2011	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 17.16	05/23/2008	M <u>(1)</u>	834	07/23/2005(3)	12/23/2011	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 17.16	05/23/2008	M <u>(1)</u>	205	07/23/2005(3)	12/23/2011	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 17.16	05/23/2008	M <u>(1)</u>	28	07/23/2005(3)	12/23/2011	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 17.16	05/23/2008	M <u>(1)</u>	92	07/23/2005(3)	12/23/2011	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 17.16	05/23/2008	M <u>(1)</u>	23	07/23/2005(3)	12/23/2011	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 18.23	05/23/2008	M <u>(1)</u>	1,125	03/10/2005(2)	12/10/2011	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 18.23	05/23/2008	M <u>(1)</u>	125	03/10/2005(2)	12/10/2011	Common Stock	

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

Logan Joseph W 700 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043

Sr. VP, Worldwide Sales

Signatures

By: Stephen Buckhout pursuant to POA For: Joseph W Logan

05/27/2008

**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.
- (2) 3/48ths of the option becomes exercisable on the date shown followed by 45 equal monthly installments
- (3) Exercisable in 36 equal monthly installments beginning one month from grant date

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.

Signatures 4