**SOMEKH SASSON** 

Form 4

December 05, 2008

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287 January 31,

**OMB APPROVAL** 

Expires: 2005 Estimated average

0.5

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

1(b).

(City)

(Print or Type Responses)

| 1. Name and Address of Reporting Person * SOMEKH SASSON | 2. Issuer Name <b>and</b> 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                    |   |  |  |  |
|   | (Month/Day/Year)                                   | X Director 10% Owner  |  |  |  |
| 700 EAST MIDDLEFIELD ROAD                               | 12/05/2008   | Officer (give title below) Other (specification)  |  |  |  |
| (Street)  | 4. If Amendment, Date Original                     | 6. Individual or Joint/Group Filing(Check   |  |  |  |
|   | Filed(Month/Day/Year)                              | Applicable Line)  |  |  |  |
| MOUNTAIN VIEW, CA 94043                                 |  | _X_ Form filed by One Reporting Person<br>Form filed by More than One Reporting<br>Person |  |  |  |

(State)

(Zip)

| (City)                               | (State)                                 | (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |   |                         |   |                   |                         |  |  |
|--------------------------------------|---|--|---|-------------------------|---|-------------------|-------------------------|--|--|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year)                            | 3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) |                         | 5. Amount of 6. Securities Ownersh Beneficially Form: Owned Direct (D Following or Indirect |                   | Beneficial<br>Ownership |  |  |
|                                      |   |  | Code V  | (A) or Amount (D) Price | Reported<br>Transaction(s)<br>(Instr. 3 and 4)  | (I)<br>(Instr. 4) |                         |  |  |
| Common<br>Stock                      | 12/05/2008                              |  | S   | 25,053 D 16.3175        | 22,318  | D                 |                         |  |  |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

#### Edgar Filing: SOMEKH SASSON - Form 4

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exerc | cisable and | 7. Title | e and    | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|----------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | onNumber   | Expiration D  | ate         | Amou     | nt of    | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/   | Year)       | Underl   | ying     | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e             |             | Securit  | ties     | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities |               |             | (Instr.  | 3 and 4) |             | Own    |
|             | Security    |                     |                    |            | Acquired   |               |             |          |          |             | Follo  |
|             | Ĭ           |                     |                    |            | (A) or     |               |             |          |          |             | Repo   |
|             |             |                     |                    |            | Disposed   |               |             |          |          |             | Trans  |
|             |             |                     |                    |            | of (D)     |               |             |          |          |             | (Instr |
|             |             |                     |                    |            | (Instr. 3, |               |             |          |          |             | Ì      |
|             |             |                     |                    |            | 4, and 5)  |               |             |          |          |             |        |
|             |             |                     |                    |            |            |               |             |          |          |             |        |
|             |             |                     |                    |            |            |               |             |          | Amount   |             |        |
|             |             |                     |                    |            |            | Date          | Expiration  |          | or       |             |        |
|             |             |                     |                    |            |            | Exercisable   | Date        |          | Number   |             |        |
|             |             |                     |                    |            |            | 2.1010154010  | 2410        |          | of       |             |        |
|             |             |                     |                    | Code V     | (A) (D)    |               |             |          | Shares   |             |        |

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

SOMEKH SASSON 700 EAST MIDDLEFIELD ROAD X MOUNTAIN VIEW, CA 94043

## **Signatures**

By: Stephen Buckhout pursuant to POA For: Sasson

Somekh 12/05/2008

\*\*Signature of Reporting Person

## **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 average price of \$16.3175 consists of: 8,860 shares at \$16.30, 2,318 shares at \$16.31, 8,100 shares at \$16.32, 822 shares at \$16.33, 2,800 shares at \$16.34, 1,300 shares at \$16.35, 800 shares at 16.36, 53 shares at \$16.37.

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.

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