

CHAN CHI-FOON  
Form 4  
February 27, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
CHAN CHI-FOON

2. Issuer Name and Ticker or Trading Symbol  
SYNOPSIS INC [SNPS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
700 EAST MIDDLEFIELD ROAD  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
02/24/2012

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Pres & COO

MOUNTAIN VIEW, CA 94043

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(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. 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	02/24/2012		M		32,000	A	\$ 25.735 210,888
Common Stock	02/24/2012		S		32,000	D	\$ 30.2685 178,888 (1)
Common Stock	02/24/2012		M		60,000	A	\$ 21.725 238,888
Common Stock	02/24/2012		S		60,000	D	\$ 30.4433 178,888 (2)
	02/24/2012		M		60,000	A	\$ 20.73 238,888

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Common Stock							
Common Stock	02/24/2012	S	60,000	D	\$ 30.6786 (3)	178,888	D
Common Stock	02/24/2012	M	100,000	A	\$ 20.73	278,888	D
Common Stock	02/24/2012	S	100,000	D	\$ 30.6783 (4)	178,888	D
Common Stock	02/24/2012	M	15,150	A	\$ 20.46	194,038	D
Common Stock	02/24/2012	S	15,150	D	\$ 30.6958 (5)	178,888	D
Common Stock	02/24/2012	M	12,300	A	\$ 17.64	191,188	D
Common Stock	02/24/2012	S	12,300	D	\$ 30.6856 (6)	178,888	D

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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 17.64	02/24/2012		M(7)	12,300	03/10/2009(8)	12/10/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 20.46	02/24/2012		M(7)	15,150	02/25/2007	02/25/2013	Common Stock



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30.6900, 2100@\$ 30.6950, 10411@\$ 30.7000, 100@\$ 30.7005, 100@\$ 30.7009, 100@\$ 30.7011, 200@\$ 30.7014, 100@\$ 30.7050, 8700@\$ 30.7100, 100@\$ 30.7105, 100@\$ 30.7106, 100@\$ 30.7109, 200@\$ 30.7110, 200@\$ 30.7112, 500@\$ 30.7118, 400@\$ 30.7122, 100@\$ 30.7123, 100@\$ 30.7128, 1100@\$ 30.7150, 4400@\$ 30.7200, 100@\$ 30.7210, 100@\$ 30.7212, 100@\$ 30.7213, 100@\$ 30.7235, 800@\$ 30.7300.

- (4) The average price of \$30.6783 consists of 1100@\$ 30.6010, 1100@\$ 30.6013, 1000@\$ 30.6017, 2000@\$ 30.6050, 1800@\$ 30.6100, 700@\$ 30.6110, 2800@\$ 30.6116, 600@\$ 30.6117, 1200@\$ 30.6119, 400@\$ 30.6122, 1600@\$ 30.6150, 4100@\$ 30.6200, 300@\$ 30.6210, 700@\$ 30.6213, 1300@\$ 30.6250, 1500@\$ 30.6300, 200@\$ 30.6310, 200@\$ 30.6313, 200@\$ 30.6350, 1300@\$ 30.6400, 800@\$ 30.6413, 700@\$ 30.6450, 1867@\$ 30.6500, 400@\$ 30.6513, 700@\$ 30.6550, 433@\$ 30.6600, 800@\$ 30.6610, 300@\$ 30.6613, 1500@\$ 30.6650, 1000@\$ 30.6700, 1200@\$ 30.6800, 500@\$ 30.6816, 2300@\$ 30.6817, 1600@\$ 30.6818, 500@\$ 30.6819, 1000@\$ 30.6823, 400@\$ 30.6828, 1200@\$ 30.6850, 1600@\$ 30.6900, 500@\$ 30.6918, 400@\$ 30.6920, 4000@\$ 30.6950, 16900@\$ 30.7000, 1600@\$ 30.7016, 2000@\$ 30.7017, 2100@\$ 30.7018, 1600@\$ 30.7019, 400@\$ 30.7021, 700@\$ 30.7022, 500@\$ 30.7023, 500@\$ 30.7050, 8500@\$ 30.7100, 100@\$ 30.7103, 100@\$ 30.7104, 100@\$ 30.7109, 300@\$ 30.7113, 500@\$ 30.7115, 1200@\$ 30.7116, 1300@\$ 30.7117, 500@\$ 30.7118, 100@\$ 30.7124, 100@\$ 30.7
- (5) The average price of \$30.6958 consists of 1230@\$ 30.6800, 2700@\$ 30.6850, 1613@\$ 30.6900, 3100@\$ 30.6950, 3700@\$ 30.7000, 100@\$ 30.7050, 2107@\$ 30.7100, 600@\$ 30.7200.
- (6) The average price of \$30.6856 consists of 800@\$ 30.6800, 100@\$ 30.6814, 800@\$ 30.6816, 1800@\$ 30.6817, 1000@\$ 30.6818, 500@\$ 30.6819, 500@\$ 30.6823, 3000@\$ 30.6850, 2300@\$ 30.6900, 1500@\$ 30.6950.
- (7) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- (8) 3/48ths of the option becomes exercisable on the date shown followed by 45 equal monthly installments

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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