

CHAN CHI-FOON
Form 4
February 25, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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)
02/22/2013

Director 10% Owner
 Officer (give title below) Other (specify below)
Co-CEO & President

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 | (D) | Price |
| Common Stock | 02/22/2013 | | M | | 15,200 | A | \$ 29.28 217,213 |
| Common Stock | 02/22/2013 | | S | | 15,200 | D | \$ 35.3216 202,013 |
| Common Stock | 02/22/2013 | | M | | 10,500 | A | \$ 33.295 212,513 |
| Common Stock | 02/22/2013 | | S | | 10,500 | D | \$ 35.3216 202,013 |
| | 02/22/2013 | | M | | 22,600 | A | \$ 32.67 224,613 |

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Common
Stock

| | | | | | | | |
|-----------------|------------|---|--------|---|---------------|---------|---|
| Common Stock | 02/22/2013 | S | 22,600 | D | \$ 35.3216 | 202,013 | D |
| | | | | | <u>(1)</u> | | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. 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) | \$ 29.28 | 02/22/2013 | | M ⁽²⁾ | 15,200 | 05/27/2007 05/27/2013 | Common Stock 15 |
| Non-Qualified Stock Option (right to buy) | \$ 32.67 | 02/22/2013 | | M ⁽²⁾ | 22,600 | 12/10/2007 12/10/2013 | Common Stock 22 |
| Non-Qualified Stock Option (right to buy) | \$ 33.295 | 02/22/2013 | | M ⁽²⁾ | 10,500 | 08/26/2007 08/26/2013 | Common Stock 10 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| CHAN CHI-FOON 700 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043 | X | | Co-CEO & President | |

Signatures

By: Stephen Buckhout pursuant to POA For: Chi-Foon
Chan

02/25/2013

__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).

All shares sold on this date sold at the average price of \$35.3216. The average price consists of \$765@\$ 35.1300, 200@\$ 35.1301, 1600@\$ 35.1400, 600@\$ 35.1500, 1876@\$35.1600, 100@\$ 35.1601, 3800@\$ 35.1800, 600@\$ 35.1825, 300@\$ 35.1850, 2400@\$ 35.1900, 600@\$ 35.1901, 100@\$ 35.1975, 1000@\$ 35.2100, 913@\$ 35.2200, 1000@\$ 35.2300, 1195@\$ 35.2400, 1400@\$ 35.2500, 1800@\$ 35.2600, 1800@\$ 35.2700, 300@\$ 35.2800, 100@\$ 35.2900, 700@\$ 35.3000,600@\$ 35.3001, 900@\$ 35.3100, 900@\$

(1) 35.3200, 2000@\$ 35.3300, 700@\$ 35.3400, 800@\$ 35.3500, 800@\$ 35.3600, 2100@\$ 35.3700, 400@\$ 35.3750, 1900@\$ 35.3800, 100@\$ 35.3813, 1400@\$ 35.3900, 200@\$ 35.4000, 200@\$ 35.4100, 1600@\$ 35.4200, 700@\$ 35.4213, 800@\$ 35.4300, 100@\$ 35.4400, 600@\$ 35.4500, 700@\$ 35.4600, 400@\$ 35.4700, 1000@\$ 35.4800, 1100@\$ 35.4900, 100@\$ 35.4950, 450@\$ 35.5000, 300@\$ 35.5100, 900@\$35.5300, 100@\$ 35.5400, 800@\$ 35.5600, 500@\$ 35.5900, 100@\$ 35.6000, 100@\$ 35.6200, 1@\$ 35.6400, 1200@\$ 35.6500, 300@\$ 35.6600, 200@\$ 35.7300, 100@\$ 35.7600.

(2) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

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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