

DE GEUS AART
Form 4
February 25, 2013

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 *
DE GEUS AART

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)
Chairman of the Board & Co-CEO

MOUNTAIN VIEW, CA 94043
(City) (State) (Zip)

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

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 Ownership: Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	02/22/2013		M		163,000 A \$ 26.09	800,071	D
Common Stock	02/22/2013		S		163,000 D \$ 35.0736	637,071	D
Common Stock	02/22/2013		M		11,500 A \$ 33.295	648,571	D
Common Stock	02/22/2013		S		11,500 D \$ 35.0736	637,071	D
	02/22/2013		M		26,800 A \$ 32.67	663,871	D

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Common
Stock

Common Stock	02/22/2013	S	26,800	D	\$ 35.0736 <u>(1)</u>	637,071	D	
Common Stock						72,500	I	by Partnership
Common Stock						22,000	I	by Spouse <u>(2)</u>

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 Am Underlying Sec (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 26.09	02/22/2013		M ⁽³⁾	163,000	12/05/2010	12/05/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 32.67	02/22/2013		M ⁽³⁾	26,800	12/10/2007	12/10/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 33.295	02/22/2013		M ⁽³⁾	11,500	08/26/2007	08/26/2013	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DE GEUS AART 700 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043	X		Chairman of the Board & Co-CEO	

Signatures

By: Stephen Buckhout pursuant to POA For: Aart de Geus

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 \$35.0736. The average price consists of 800@34.95, 900@34.955, 2200@34.96, 800@34.965, 1900@34.97, 600@34.975, 11040@34.98, 1500@34.985, 3800@34.99, 100@34.995, 22293@35, 24962@35.005, 200@35.0075, 100@35.009, 7613@35.01, 2800@35.015, 200@35.0175, 6765@35.02, 1500@35.025, 400@35.03, 400@35.035, 600@35.04, 7700@35.045, 11314@35.05, 3891@35.055, 200@35.0575, 200@35.059, 5400@35.06, 5600@35.065, 100@35.0675,

(1) 200@35.069, 9700@35.07, 900@35.075, 1070@35.08, 400@35.085, 5072@35.09, 655@35.095, 17244@35.1, 3203@35.105, 1300@35.1075, 200@35.109, 11405@35.11, 1295@35.115, 100@35.12, 1300@35.13, 100@35.15, 108@35.16, 1400@35.17, 2300@35.18, 2000@35.19, 2000@35.21, 1000@35.23, 2000@35.25, 1000@35.26, 1500@35.31, 70@35.32, 100@35.37, 1800@35.39, 1000@35.49, 500@35.705, 600@35.71, 150@35.715, 400@35.725, 2050@35.73, 200@35.735, 200@35.74, 100@35.7475, 600@35.755, 200@35.7575.

(2) Reporting person disclaims beneficial ownership by spouse

(3) 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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