

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
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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	Price	
Common Stock	02/22/2013		M		15,200	A \$ 29.28	217,213 D
Common Stock	02/22/2013		S		15,200	D \$ 35.3216	202,013 D
						(1)	
Common Stock	02/22/2013		M		10,500	A \$ 33.295	212,513 D
Common Stock	02/22/2013		S		10,500	D \$ 35.3216	202,013 D
						(1)	
	02/22/2013		M		22,600	A \$ 32.67	224,613 D

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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.

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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)	Amount or Number of Shares	
				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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