

BEATTIE BRIAN M
Form 4
September 22, 2010

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 *
BEATTIE BRIAN M

2. Issuer Name and Ticker or Trading Symbol
SYNOPSYS 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)
09/20/2010

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
CFO

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)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	09/20/2010		M	A	4,200	\$ 17.64	15,984	D
Common Stock	09/20/2010		S	D	4,200	\$ 24.5042	11,784	D
						<u>(1)</u>		
Common Stock	09/20/2010		M	A	1,481	\$ 17.64	13,265	D
Common Stock	09/20/2010		S	D	1,481	\$ 24.5	11,784	D
Common Stock	09/20/2010		M	A	2,700	\$ 17.64	14,484	D

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Common Stock	09/20/2010	S	2,700	D	\$ 24.5061 (2)	11,784	D
Common Stock	09/20/2010	M	3,700	A	\$ 17.64	15,484	D
Common Stock	09/20/2010	S	3,700	D	\$ 24.5032 (3)	11,784	D
Common Stock	09/20/2010	M	3,300	A	\$ 21.15	15,084	D
Common Stock	09/20/2010	S	3,300	D	\$ 24.5039 (4)	11,784	D
Common Stock	09/20/2010	M	4,200	A	\$ 21.15	15,984	D
Common Stock	09/20/2010	S	4,200	D	\$ 24.5048 (5)	11,784	D
Common Stock	09/20/2010	M	4,300	A	\$ 21.15	16,084	D
Common Stock	09/20/2010	S	4,300	D	\$ 24.5077 (6)	11,784	D
Common Stock	09/20/2010	M	3,100	A	\$ 21.15	14,884	D
Common Stock	09/20/2010	S	3,100	D	\$ 24.5052 (7)	11,784	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 Amount of Underlying Security (Instr. 3 and 4)
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					Date Exercisable	Expiration Date	Title
			Code	V (A) (D)			
Non-Qualified Stock Option (right to buy)	\$ 17.64	09/20/2010	M ⁽⁸⁾	4,200	03/10/2009 ⁽⁹⁾	12/10/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 17.64	09/20/2010	M ⁽⁸⁾	1,481	03/10/2009 ⁽⁹⁾	12/10/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 17.64	09/20/2010	M ⁽⁸⁾	2,700	03/10/2009 ⁽⁹⁾	12/10/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 17.64	09/20/2010	M ⁽⁸⁾	3,700	03/10/2009 ⁽⁹⁾	12/10/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 21.15	09/20/2010	M ⁽⁸⁾	3,300	01/17/2010	01/17/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 21.15	09/20/2010	M ⁽⁸⁾	4,200	01/17/2010	01/17/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 21.15	09/20/2010	M ⁽⁸⁾	4,300	01/17/2010	01/17/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 21.15	09/20/2010	M ⁽⁸⁾	3,100	01/17/2010	01/17/2013	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BEATTIE BRIAN M 700 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043			CFO	

Signatures

By: Stephen Buckhout pursuant to POA For: Brian M Beattie

09/22/2010

__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).

(1) The average price of \$24.5042 consists of 2,600 at 24.50, 100 at 24.505, 1,300 at 24.51, 200 at 24.52

(2) The average price of \$24.5061 consists of 1,500 at 24.50, 100 at 24.505, 600 at 24.51, 500 at 24.52

(3) The average price of \$24.5032 consists of 2,700 at 24.50, 200 at 24.505, 500 at 24.51, 300 at 24.52

(4) The average price of \$24.5039 consists of 2,400 at 24.50, 500 at 24.51, 400 at 24.52,

(5) The average price of \$24.5048 consists of 2,900 at 24.50, 200 at 24.505, 300 at 24.51, 800 at 24.52

(6) The average price of \$24.5077 consists of 2,225 at 24.50, 300 at 24.505, 400 at 24.51, 1,375 at 24.52

(7) The average price of \$24.5052 consists of 1,975 at 24.50, 625 at 24.51, 500 at 24.52,

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

(9) 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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