

Huang Charlie X.  
Form 3  
October 24, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                     |  |
| Â Huang Charlie X.                        |         | (Month/Day/Year)                     | CADENCE DESIGN SYSTEMS INC [CDNS]                                      |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer                       | 5. If Amendment, Date Original Filed(Month/Day/Year) |
|   |         | 10/15/2008                           |  |  |
| 2655 SEELY AVENUE, BLDG 5                 |         |                                      | (Check all applicable)   |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director                                      | <input type="checkbox"/> 10% Owner                   |
| SAN JOSE, Â CA Â 95134                    |         |                                      | <input type="checkbox"/> Officer                                       | <input type="checkbox"/> Other                       |
| (City)                                    | (State) | (Zip)                                | (give title below)   | (specify below)                                      |
|   |         |                                      | Sr.VP,Bus.Dev., Chief of Staff   |  |
|   |         |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)             |  |
|   |         |                                      | <input checked="" type="checkbox"/> Form filed by One Reporting Person |  |
|   |         |                                      | <input type="checkbox"/> Form filed by More than One Reporting Person  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5)               |
|---------------------------------|---|--|---|
| Common Stock                    | 40,000  | D  | Â   |
| Common Stock                    | 750   | I  | Restricted stock granted by the issuer to Reporting Person's spouse |
| Common Stock                    | 420   | I  | As Custodian for Minor Children <u>(1)</u>                          |
| Common Stock                    | 144,488   | I  | Held by Trust <u>(2)</u>  |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) |                                  | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial<br>Ownership<br>(Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|--|
|   | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount or<br>Number of<br>Shares |  |  |  |
| Non-qualified Stock Option (right to buy)     | Â (3)  | 03/09/2011         | Common Stock   | 20,000                           | \$ 24  | D  | Â  |
| Non-qualified Stock Option (right to buy)     | Â (4)  | 09/21/2011         | Common Stock   | 53,500                           | \$ 15.485  | D  | Â  |
| Non-qualified Stock Option (right to buy)     | Â (5)  | 07/31/2012         | Common Stock   | 8,000                            | \$ 12.625  | D  | Â  |
| Non-qualified Stock Option (right to buy)     | Â (6)  | 02/15/2016         | Common Stock   | 50,000                           | \$ 16.8  | D  | Â  |
| Non-qualified Stock Option (right to buy)     | Â (7)  | 05/15/2014         | Common Stock   | 50,000                           | \$ 21.58   | D  | Â  |
| Non-qualified Stock Option (right to buy)     | Â (8)  | 02/01/2015         | Common Stock   | 60,000                           | \$ 10.61   | D  | Â  |
| Non-Qualified Stock Option (right to buy)     | Â (9)  | 02/07/2013         | Common Stock   | 5,000                            | \$ 9.585   | D  | Â  |
| Non-qualified Stock Option (right to buy)     | Â (10)   | 10/05/2011         | Common Stock   | 3,500                            | \$ 16.945  | I  | Option is held by spouse of the Reporting Person.              |
| Non-qualified Stock Option (right to buy)     | Â (11)   | 07/31/2012         | Common Stock   | 459                              | \$ 12.625  | I  | Option is held by spouse of the Reporting Person.              |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |                                  |       |
|---|---------------|-----------|----------------------------------|-------|
|   | Director      | 10% Owner | Officer                          | Other |
| Huang Charlie X.<br>2655 SEELY AVENUE, BLDG 5<br>SAN JOSE, CA 95134 | Â             | Â         | Â Sr.VP,Bus.Dev., Chief of Staff | Â     |

## Signatures

James J. Cowie, Attorney-in-Fact for Charlie X. Huang  
10/24/2008

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) These Securities are held in custodial accounts by spouse of Reporting Person for the minor children of Reporting Person and Reporting Person's spouse.
- (2) These securities are held by Huang-Zhang Trust U/A DTD 6/12/96, of which Reporting Person and Reporting Person's spouse are trustees.
- (3) Option was granted on March 9, 2001 and is fully vested.
- (4) Option was granted on September 21, 2001 and is fully vested.
- (5) Option was granted on July 31, 2002 and is fully vested.
- (6) Option was granted on February 15, 2006 and vests at a rate of 1/48th per month thereafter.
- (7) Option was granted on May 15, 2007 and vests at a rate of 1/48th per month thereafter.
- (8) Option was granted on February 1, 2008 and vests at a rate of 1/48th per month thereafter.
- (9) Option was granted on February 7, 2003 and is fully vested.
- (10) Option was granted to Susan Zhang, spouse of the Reporting Person, by the Issuer and Mrs. Zhang's employer, on October 5, 2001 and is fully vested.
- (11) Option was granted to Susan Zhang, spouse of the Reporting Person, by the Issuer and Mrs. Zhang's employer, on July 31, 2002 and is fully vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.