

WALSKE STEVEN
Form 4
February 27, 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 *
WALSKE STEVEN

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)
02/27/2013

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

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/27/2013		M		40,000	A	\$ 30.94
Common Stock	02/27/2013		S		40,000	D	\$ 35.05 (1)
Common Stock	02/27/2013		M		30,000	A	\$ 29.87
Common Stock	02/27/2013		S		30,000	D	\$ 35.05 (1)

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

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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)	8. Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 29.87	02/27/2013		M	30,000	05/24/2005 05/26/2014	Common Stock	30
Non-Qualified Stock Option (right to buy)	\$ 30.94	02/27/2013		M	40,000	04/23/2004 06/20/2013	Common Stock	40

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WALSKE STEVEN 700 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043		X		

Signatures

By: Stephen Buckhout pursuant to POA For: Steven Walske 02/27/2013

__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).

- (1) All shares sold on this date sold at the average price of \$35.05 which consists of: 1,500@34.73, 1,500@34.74, 4,100@34.75, 100@34.76, 2,000@34.77, 100@34.78, 3,800@34.79, 400@34.8, 200@34.81, 6@34.82, 1,000@34.83, 1,000@34.84, 1,600@34.85, 300@34.86, 100@34.865, 3,000@34.87, 900@34.88, 748@34.89, 100@34.9, 400@34.91, 200@34.92, 100@34.93, 100@34.94, 1,200@34.97, 100@34.99, 600@35, 200@35.02, 100@35.04, 1,800@35.08, 1,100@35.09, 100@35.095, 1,000@35.1, 600@35.11, 100@35.115, 2,600@35.12, 100@35.127, 2,600@35.13, 200@35.133, 2,854@35.14, 100@35.1478, 2,274@35.15, 100@35.1552, 100@35.1595, 3,476@35.16, 200@35.165, 200@35.1653, 200@35.1683, 5,388@35.17, 100@35.1738, 300@35.175, 4,224@35.18, 100@35.1853, 100@35.1872, 833@35.19, 100@35.1907, 3,100@35.2, 3,700@35.21, 1,086@35.22, 100@35.2207, 211@35.23, 1,100@35.24,

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200@35.25, 700@35.28, 200@35.2809, 100@35.2894, 1,800@35.29, 500@35.3, 900@35.31.

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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