

DE GEUS AART
Form 4
February 27, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
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 *
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)
02/24/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board & CEO

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 | | |
| Common Stock | 02/24/2012 | | M | 36,000 | A \$ 25.735 | 629,594 | D |
| Common Stock | 02/24/2012 | | S | 36,000 | D \$ 30.5559 | 593,594 | D |
| Common Stock | | | | | | 22,000 | I by Spouse <u>(2)</u> |
| Common Stock | | | | | | 109,305 | I by Trust |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Non-Qualified Stock Option (right to buy) | \$ 25.735 | 02/24/2012 | | M ⁽³⁾ | 36,000 | 05/28/2006 05/28/2012 | Common Stock 36 |

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 & CEO | |

Signatures

By: Stephen Buckhout pursuant to POA For: Aart de Geus 02/27/2012

__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) Allshares sold on this date sold at the average price of \$30.5559 which consists of 200@30.18,200@30.19,200@30.21,200@30.22,200@30.28,400@30.29,600@30.3,400@30.325,408@30.33,800@30.34,800@30.35,300@30.36,100@30.37,200@30.38,200@30.39,200@30.40,200@30.41,200@30.42,200@30.43,200@30.44,200@30.45,200@30.46,200@30.47,200@30.48,200@30.49,200@30.50,200@30.51,200@30.52,200@30.53,200@30.54,200@30.55,200@30.56,200@30.57,200@30.58,200@30.59,200@30.60,200@30.61,200@30.62,200@30.63,200@30.64,200@30.65,200@30.66,200@30.67,200@30.68,200@30.69,200@30.70,200@30.71,200@30.72,200@30.73,200@30.74,200@30.75,200@30.76,200@30.77,200@30.78,200@30.79,200@30.80,200@30.81,200@30.82,200@30.83,200@30.84,200@30.85,200@30.86,200@30.87,200@30.88,200@30.89,200@30.90,200@30.91,200@30.92,200@30.93,200@30.94,200@30.95,200@30.96,200@30.97,200@30.98,200@30.99,200@30.00
- (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.

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.