

BEATTIE BRIAN M
Form 4
February 27, 2012

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
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)
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)
			Code	V	Amount	(D)	Price
Common Stock	02/24/2012		M		70,000	A	\$ 26.09
							96,730
Common Stock	02/24/2012		S		70,000	D	\$ 30.3522
							26,730
							<u>(1)</u>
Common Stock	02/24/2012		M		39,333	A	\$ 17.64
							66,063
Common Stock	02/24/2012		S		39,333	D	\$ 30.3522
							26,730
							<u>(1)</u>
	02/24/2012		S ⁽²⁾		16,000	D	
							10,730
							D

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Common Stock \$ 30.3522
(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 Underlying Security (Instr. 3 and 4)
					Date Exercisable	Expiration Date	Title
					Code	V (A) (D)	
Non-Qualified Stock Option (right to buy)	\$ 17.64	02/24/2012		M ⁽²⁾	39,333	03/10/2009 ⁽³⁾ 12/10/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 26.09	02/24/2012		M ⁽²⁾	70,000	12/05/2010 12/05/2013	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 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).

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- All shares sold on this date sold at the average price of \$30.3522 which consists of 700@30.14, 1100@30.15, 1200@30.16, 200@30.165, 600@30.169, 100@30.1701, 6000@30.18, 400@30.1801, 900@30.185, 3500@30.19, 1900@30.2, 200@30.205, 1400@30.21, 1600@30.2101, 1300@30.215, 600@30.500@30.32, 11200@30.33, 6800@30.34, 229@30.3401, 100@30.345, 4067@30.35, 3750@30.36, 1700@30.37, 5500@30.38, 100@30.3801, 4882@30.5000@30.53, 600@30.54, 102@30.55, 600@30.58, 400@30.6, 100@30.61, 700@30.62, 600@30.63, 100@30.64, 100@30.65, 1600@30.66, 1700@30.67
- (1)
 - (2) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
 - (3) 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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