SYNOPSYS INC Form 3

September 14, 2006

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

OMB APPROVAL

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SECURITIES

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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 *

A Lo Paul (Sheng-Chun)

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

09/06/2006

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

SYNOPSYS INC [SNPS]

(Check all applicable)

Sr VP & GM, Analog/Mixed

Signa

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

700 EAST MIDDLEFIELD **ROAD**

(Street)

Director _X__ Officer

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

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

4. Nature of Indirect Beneficial

MOUNTAIN VIEW, CAÂ 94043

> (City) (State)

1. Title of Security (Instr. 4)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Ownership Form: (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

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 (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

or Exercise Price of Security

Conversion

4.

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable Expiration Date

Title

Amount or Number of Shares

Security: Derivative Direct (D) or Indirect

(I)

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					(In	str. 5)	
Incentive Stock Option (right to buy)	05/18/2005	05/18/2011	Common Stock	14,984	\$ 24.7979	D	Â
Non-Qualified Stock Option (right to buy)	(1)	10/15/2011	Common Stock	4,000	\$ 16	D	Â
Non-Qualified Stock Option (right to buy)	(2)	12/23/2011	Common Stock	9,659	\$ 17.16	D	Â
Non-Qualified Stock Option (right to buy)	(1)	12/10/2011	Common Stock	6,000	\$ 17.58	D	Â
Non-Qualified Stock Option (right to buy)	(3)	08/14/2010	Common Stock	619	\$ 19.2049	D	Â
Non-Qualified Stock Option (right to buy)	(4)	02/18/2013	Common Stock	8,000	\$ 19.78	D	Â
Non-Qualified Stock Option (right to buy)	(1)	12/02/2012	Common Stock	10,000	\$ 21.1	D	Â
Non-Qualified Stock Option (right to buy)	05/18/2005	05/18/2011	Common Stock	108,574	\$ 24.7979	D	Â
Non-Qualified Stock Option (right to buy)	(5)	06/11/2012	Common Stock	15,000	\$ 24.935	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
Fg	Director	10% Owner	Officer	Other		
Lo Paul (Sheng-Chun) 700 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043	Â	Â	Sr VP & GM, Analog/Mixed Signa	Â		

Signatures

By: Stephen Buckhout pursuant to POA For: Paul (Sheng-Chun) Lo 09/14/2006

**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) 3/48 vested 3 months after grant date with the balance vesting in 45 equal monthly installments.
- (2) Exercisable in 36 equal monthly installments beginning one month from grant date
- (3) 3/48 vested 3 months after grant date with the balance vesting in 45 equal monthly installments. Original grant of 14,840 shares: 14,221 shares have been exercised prior to individual becoming a reporting person.
- (4) 3/48 vested 3 months after grant date with the balance vesting in 45 equal monthly installments. Original grant of 12,000 shares: 4,000 shares have been exercised prior to individual becoming a reporting person.

(5)

Reporting Owners 2

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3/48 vested 3 months after grant date with the balance vesting in 45 equal monthly installments. Original grant of 24,000 shares: 9,000 shares have been exercised prior to individual becoming a reporting person.

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.