

Cabrera Brian E
 Form 4
 December 13, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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 *
 Cabrera Brian E

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)
 12/12/2012

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
 VP, Legal & General Counsel

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 | | | |
| | | | | Code | V | Amount | | |
| Common Stock | 12/12/2012 | | M | | 1,575 | A | \$ 26.09 13,664 | D |
| Common Stock | 12/12/2012 | | S | | 1,575 | D | \$ 33 12,089 | D |
| Common Stock | 12/12/2012 | | M | | 28,425 | A | \$ 26.09 40,514 | D |
| Common Stock | 12/12/2012 | | S | | 28,425 | D | \$ 32.4747 12,089 | D |
| Common Stock | 12/12/2012 | | M | | 28,000 | A | \$ 27.14 40,089 | D |

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| | | | | | | | |
|--------------|------------|---|--------|---|-----------------------------|--------|---|
| Common Stock | 12/12/2012 | S | 28,000 | D | \$ 32.5 | 12,089 | D |
| Common Stock | 12/12/2012 | M | 7,292 | A | \$ 17.64 | 19,381 | D |
| Common Stock | 12/12/2012 | S | 7,292 | D | \$ 32.4747 <u>(1)</u> | 12,089 | D |
| Common Stock | 12/12/2012 | M | 8,750 | A | \$ 21.02 | 20,839 | D |
| Common Stock | 12/12/2012 | S | 8,750 | D | \$ 32.4747 <u>(1)</u> | 12,089 | D |
| Common Stock | 12/12/2012 | M | 10,717 | A | \$ 26.56 | 22,806 | D |
| Common Stock | 12/12/2012 | S | 10,717 | D | \$ 32.5 | 12,089 | D |
| Common Stock | 12/12/2012 | M | 5,533 | A | \$ 26.56 | 17,622 | D |
| Common Stock | 12/12/2012 | S | 5,533 | D | \$ 32.4747 <u>(1)</u> | 12,089 | D |
| Common Stock | 12/12/2012 | M | 8,750 | A | \$ 27.65 | 20,839 | D |
| Common Stock | 12/12/2012 | S | 8,750 | D | \$ 32.5 <u>(1)</u> | 12,089 | D |

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

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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 Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | | Date Exercisable | Expiration Date | Title |
| | | | | | Code | V (A) | (D) |

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| | | | | | | | |
|---|----------|------------|---|--------|---------------------------|------------|--------------|
| Non-Qualified Stock Option (right to buy) | \$ 17.64 | 12/12/2012 | M | 7,292 | 12/10/2012 | 12/10/2015 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 21.02 | 12/12/2012 | M | 8,750 | 03/04/2010 ⁽²⁾ | 12/04/2016 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 26.09 | 12/12/2012 | M | 1,575 | 12/05/2010 | 12/05/2013 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 26.09 | 12/12/2012 | M | 28,425 | 12/05/2010 | 12/05/2013 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 26.56 | 12/12/2012 | M | 10,717 | 03/09/2011 ⁽²⁾ | 12/09/2017 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 26.56 | 12/12/2012 | M | 5,533 | 03/09/2011 ⁽²⁾ | 12/09/2017 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 27.14 | 12/12/2012 | M | 28,000 | 12/10/2011 | 12/10/2014 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 27.65 | 12/12/2012 | M | 8,750 | 03/08/2012 ⁽²⁾ | 12/08/2018 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Cabrera Brian E 700 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043 | | | VP, Legal & General Counsel | |

Signatures

By: Stephen Buckhout pursuant to POA For: Brian E Cabrera 12/13/2012

__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).

The average price of \$32.474727 consists of: 900@32.43, 2285@32.44, 1000@32.4401, 3984@32.45, 2000@32.4501, 7416@32.46, (1) 13115@32.47, 2500@32.4701, 2800@32.48, 1500@32.4801, 400@32.49, 1000@32.4901, 5100@32.5, 3256@32.51, 400@32.52, 418@32.53, 1399@32.55, 527@32.57.

(2) Option vests in 16 equal quarterly installments beginning on the date shown.

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