

CHAN CHI-FOON  
Form 4  
December 11, 2018

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**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 \*  
CHAN CHI-FOON

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)  
690 EAST MIDDLEFIELD ROAD  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/07/2018

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Co-CEO & President

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 or Price   |  |   |
| Common Stock                    | 12/07/2018                           |  | S <sup>(1)</sup>               |   | 3,611<br>\$ 88.2774<br><sup>(2)</sup>   | D  |   |
| Common Stock                    | 12/08/2018                           |  | M                              |   | 7,365<br>\$ 0   | D  |   |
| Common Stock                    | 12/08/2018                           |  | F                              |   | 3,652<br><sup>(3)</sup><br>\$ 87.82   | D  |   |
| Common Stock                    | 12/08/2018                           |  | M                              |   | 9,673<br>\$ 0   | D  |   |
| Common Stock                    | 12/08/2018                           |  | F                              |   | 4,796<br><sup>(3)</sup><br>\$ 87.82   | D  |   |

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|              |            |   |                     |   |          |         |   |
|--------------|------------|---|---------------------|---|----------|---------|---|
| Common Stock | 12/08/2018 | M | 7,661               | A | \$ 0     | 214,884 | D |
| Common Stock | 12/08/2018 | F | <u>3,799</u><br>(3) | D | \$ 87.82 | 211,085 | D |

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.**

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(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 Securities (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable      Expiration Date                    | Title   | Amount or Number of Shares |
| Restricted Stock Units                     | \$ 0   | 12/08/2018                           |  | D                              | 7,365   | 12/08/2018      12/08/2018                               | Common Stock  | 7,365                      |
| Restricted Stock Units                     | \$ 0   | 12/08/2018                           |  | D                              | 9,673   | 12/08/2018      12/08/2019                               | Common Stock  | 9,673                      |
| Restricted Stock Units                     | \$ 0   | 12/08/2018                           |  | D                              | 7,661   | 12/08/2018      12/08/2020                               | Common Stock  | 7,661                      |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                    |       |
|---|---------------|-----------|--------------------|-------|
|   | Director      | 10% Owner | Officer            | Other |
| CHAN CHI-FOON<br>690 EAST MIDDLEFIELD ROAD<br>MOUNTAIN VIEW, CA 94043 | X             |           | Co-CEO & President |       |

## Signatures

By: POA pursuant Christina Escalante-Dutra For: Chi-Foon  
Chan

12/11/2018

\_\_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) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.  
Represents a weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from \$87.21 to 89.88. The Reporting Person has provided to the Issuer, and undertakes to provide to the staff of the Securities and Exchange Commission or any security holder of the Issuer, upon request, full information regarding the number of shares purchased at each separate price within the range.
- (2) These shares were retained by the Company in order to meet the tax withholding obligations of the award holder in connection with the vesting of an installment of the performance restricted stock unit award. The Compensation Committee approved the disposition of shares by the award holder and the amount retained by the Company was not in excess of the amount of the tax liability.
- (3) These shares were retained by the Company in order to meet the tax withholding obligations of the award holder in connection with the vesting of an installment of the performance restricted stock unit award. The Compensation Committee approved the disposition of shares by the award holder and the amount retained by the Company was not in excess of the amount of the tax liability.

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.