

DE GEUS AART
Form 4
December 11, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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

(Last) (First) (Middle)
690 EAST MIDDLEFIELD ROAD
(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SYNOPSIS INC [SNPS]

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

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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 (A) or (D) Price | | |
| Common Stock | 12/08/2018 | | M | | 7,365 A \$ 0 | 23,757 | D |
| Common Stock | 12/08/2018 | | F | | 2,547 (1) D \$ 87.82 | 21,210 | D |
| Common Stock | 12/08/2018 | | M | | 9,673 A \$ 0 | 30,883 | D |
| Common Stock | 12/08/2018 | | F | | 4,193 (1) D \$ 87.82 | 26,690 | D |
| Common Stock | 12/08/2018 | | M | | 7,661 A \$ 0 | 34,351 | D |

Edgar Filing: DE GEUS AART - Form 4

| | | | | | | | | |
|--------------|------------|------|---------------------|---|----------------------|---------|---|---------------------|
| Common Stock | 12/08/2018 | F | <u>3,799</u> (1) | D | \$ 87.82 | 30,552 | D | |
| Common Stock | 12/07/2018 | S(2) | 3,801 | D | \$ 89.5535 (3) | 204,484 | I | by Family Trust |
| Common Stock | 12/10/2018 | S(2) | 16,199 | D | \$ 89.284 (4) | 188,285 | I | by Family Trust |
| Common Stock | 12/07/2018 | S(2) | 6,000 | D | \$ 89.5255 (3) | 295,551 | I | by Separate Prop Tr |
| Common Stock | 12/10/2018 | S(2) | 24,000 | D | \$ 89.29 (5) | 271,551 | I | by Separate Prop Tr |
| Common Stock | | | | | | 14,500 | I | by Partnership |

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 (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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|----------------------------|-------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| 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 |
| DE GEUS AART 690 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043 | X | | Chairman of the Board & Co-CEO | |

Signatures

By: POA pursuant Christina Escalanate-Dutra For: Aart de Geus

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).

These shares were retained by the Company in order to meet the tax withholding obligations of the award holder in connection with the

(1) 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.

(2) 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 \$89.00 to 90.37. 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.

(3)

Represents a weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from \$89.00 to 89.70. 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.

(4)

Represents a weighted average sale price per share. These shares were sold in multiple transactions at prices ranging from \$89.00 to 89.71. 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.

(5)

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.