

Naddaf Esfandiar
Form 4
May 23, 2011

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 *
Naddaf Esfandiar

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)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

700 EAST MIDDLEFIELD ROAD

05/20/2011

VP, Controller

(Street)

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

MOUNTAIN VIEW, CA 94043

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/20/2011		M		1,047	A	\$ 17.64
							2,264
Common Stock	05/20/2011		S		1,047	D	\$ 26.7624
							1,217
Common Stock	05/20/2011		M		624	A	\$ 21.02
							1,841
Common Stock	05/20/2011		S		624	D	\$ 26.85
							1,217
Common Stock	05/20/2011		S ⁽²⁾		975	D	\$ 26.7591
							242

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- (1) The average price of \$26.7624 consists of 800 at \$26.75, 147 at \$26.77, 100 at \$26.85
- (2) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- (3) The average price of \$26.7591 consists of 144 at \$26.7401, 700 at \$26.75, 31 at \$26.76, 100 at \$26.85
- (4) 3/48ths of the option becomes exercisable on the date shown followed by 45 equal monthly installments
- (5) Option vests in 16 equal quarterly installments beginning on the date shown.

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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