

SYNOPSIS INC
Form 4
June 17, 2016

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 *
Pham Trac

(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)
06/15/2016

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)
CFO

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 06/15/2016 | | M | | 1,750 A \$ 0 | 8,656 | D |
| Common Stock | 06/15/2016 | | M | | 1,375 A \$ 0 | 10,031 | D |
| Common Stock | 06/15/2016 | | M | | 1,439 A \$ 0 | 11,470 | D |
| Common Stock | 06/15/2016 | | F | | 654 ⁽¹⁾ D \$ 52.53 | 10,816 | D |
| Common Stock | 06/15/2016 | | F | | 517 ⁽¹⁾ D \$ 52.53 | 10,299 | D |

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| | | | | | | | | |
|-----------------|------------|--|---|--------------------|---|-------------|-------|---|
| Common Stock | 06/15/2016 | | F | 541 ⁽¹⁾ | D | \$ 52.53 | 9,758 | 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. 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 Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|---|--|---|---|--------------------------------------|---|---|---|--|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date Date | Title | |
| Restricted Stock Units | \$ 0 | 06/15/2016 | | D | 1,750 | 06/15/2013 ⁽²⁾ 06/15/2016 | Common Stock | 1,750 |
| Restricted Stock Units | \$ 0 | 06/15/2016 | | D | 1,375 | 06/15/2014 ⁽³⁾ 06/15/2017 | Common Stock | 1,375 |
| Restricted Stock Units | \$ 0 | 06/15/2016 | | D | 1,439 | 06/15/2015 ⁽⁴⁾ 06/15/2018 | Common Stock | 1,439 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Pham Trac 690 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043 | | | CFO | |

Signatures

| | |
|--|------------|
| By: poa pursuant Christina Escalante-Dutra For: Trac Pham | 06/17/2016 |
| **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 vesting of an installment of the 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.
- (1) The restricted stock units vested as to 25% of the total shares on 6/15/13 and the remaining 75% vest in three equal annual installments thereafter, subject to continued service through each vesting date.
 - (2) The restricted stock units vested as to 25% of the total shares on 6/15/14 and the remaining 75% vest in three equal annual installments thereafter, subject to continued service through each vesting date.
 - (3) The restricted stock units will vest as to 25% of the total shares on 6/15/15 and the remaining 75% vest in three equal annual installments thereafter, subject to continued service through each vesting date.

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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