

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-10** | Period of Report: **2012-08-16**
SEC Accession No. [0001246360-13-000363](#)

([HTML Version](#) on [secdatabase.com](#))

ISSUER

CADENCE DESIGN SYSTEMS INC

CIK: **813672** | IRS No.: **770148231** | State of Incorpor.: **DE** | Fiscal Year End: **1229**
SIC: **7372** Prepackaged software

Mailing Address
2655 SEELY AVENUE
SAN JOSE CA 95134

Business Address
2655 SEELY AVENUE BLDG
5
SAN JOSE CA 95134
4089431234

REPORTING OWNER

TAN LIP BU

CIK: **1008463**
Type: **4** | Act: **34** | File No.: **000-15867** | Film No.: **13524089**

Mailing Address
ONE CALIFORNIA STREET
28TH FLOOR
SAN FRANCISCO CA 94111

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: 02/28/2011
Estimated average burden hours per response 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person TAN LIP BU			2. Issuer Name and Ticker or Trading Symbol CADENCE DESIGN SYSTEMS INC [CDNS]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President and CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/16/2012			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
2655 SEELY AVENUE, BLDG 5			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) SAN JOSE, CA 95134								
(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	(A) or (D)	Price			
Common Stock								31,400	I	Held By IRA ⁽¹⁾
Common Stock								22,000	I	By Trust 1 ⁽²⁾
Common Stock	08/16/2012	08/16/2012	Z		41,108	A	\$ 0	615,970	I	By Trust 2
Common Stock	08/16/2012	08/16/2012	Z ⁽³⁾		41,108	D	\$ 0	258,331	D	
Common Stock	12/31/2012	12/31/2012	G	V	25,000	A	\$ 0	25,000	I	Held by Child 1
Common Stock	12/31/2012	12/31/2012	G	V	25,000	A	\$ 0	25,000	I	Held by Child 2
Common Stock	12/31/2012	12/31/2012	G ⁽⁴⁾	V	25,000	D	\$ 0	590,970	I	By Trust 2
Common Stock	12/31/2012	12/31/2012	G ⁽⁴⁾	V	25,000	D	\$ 0	565,970	I	By Trust 2
Common Stock	01/08/2013	01/08/2013	F ⁽⁵⁾		28,832	D	\$13.68	229,499	D	

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	3. Transaction Date	3A. Deemed Execution Date, if	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying	8. Price of Derivative	9. Number of Derivative Securities Beneficially	10. Ownership Form of Derivative	11. Nature of Indirect Beneficial
--	------------------------------------	---------------------	-------------------------------	--------------------------------	-------------------------	--	--	------------------------	---	----------------------------------	-----------------------------------

Derivative Security	(Month/Day/Year)	any (Month/Day/Year)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				Date Exercisable	Expiration Date	Derivative Security (Instr. 3 and 4)		Security (Instr. 5)	Owned Following Reported Transaction(s) (Instr. 4)	Security: Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
			Code	V	(A)	(D)			Title	Amount or Number of Shares				

Explanation of Responses:

1. Shares held by IRA FBO Lip-Bu Tan DB Securities Inc. Custodian Rollover Account DTD 5/19/97.
2. Amount of indirect beneficial ownership by the Reporting Person following the reported transaction other than the Lip-Bu Tan and Ysa Loo Trust dated 2/3/1992: (i) 7,000 shares held by L Tan & N Lee & W Lee Trustees, Pacven Walden Inc. 401(k) PSB FBO Lip-Bu Tan and (ii) 15,000 shares held by A&E Investment LLC, the sole member of which is the Lip-Bu Tan and Ysa Loo Trust dated 2/3/1992.
3. Shares transferred to the Lip-Bu Tan and Ysa Loo Trust dated 2/3/1992.
4. Shares gifted to child of Reporting Person by Lip-Bu Tan and Ysa Loo Trust dated 2/3/1992.
5. Shares withheld to satisfy tax obligations arising out of vesting of restricted stock.

Signatures

James J. Cowie, Attorney-in-Fact for Lip-Bu Tan

** Signature of Reporting Person

01/10/2013

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.