

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2007-12-10** | Period of Report: **2007-12-06**

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REPORTING OWNER

BEATTIE BRIAN M

CIK: **1231490**

Type: **4** | Act: **34** | File No.: **000-19807** | Film No.: **071295190**

Mailing Address

875 MAHLER RD

STE 280

BURLINGAME CA 94010

ISSUER

SYNOPSIS INC

CIK: **883241** | IRS No.: **561546236** | State of Incorporation: **DE** | Fiscal Year End: **1029**

SIC: **7372** Prepackaged software

Mailing Address

700 E MIDDLEFIELD RD

MOUNTAIN VIEW CA

94043-4033

Business Address

700 E MIDDLEFIELD RD

MOUNTAIN VIEW CA

94043-4033

6509625000

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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 BEATTIE BRIAN M			2. Issuer Name and Ticker or Trading Symbol SYNOPSIS INC [SNPS]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) CFO, Sr VP Finance	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/06/2007		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	
700 E MIDDLEFIELD ROAD			4. If Amendment, Date Original Filed(Month/Day/Year)			
(Street) MT. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/06/2007		A		6,000	A	\$ 0 ⁽¹⁾	7,407	D	
Common Stock	12/06/2007		E		2,145 ⁽²⁾	D	\$25.06	5,262	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 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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	\$ 0	12/06/2007		A ⁽⁴⁾		24,000		12/06/2007 ⁽³⁾	12/06/2010	Common Stock	24,000	\$ 0	24,000	D	
Restricted Stock Units	\$ 0	12/06/2007		D		6,000		12/06/2007	12/06/2010	Common Stock	6,000	\$ 0	18,000	D	

Explanation of Responses:

1. Upon vesting each restricted stock unit was converted into an equivalent number of shares of common stock.

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. 25% of the units vest on the date shown followed by three equal annual installments.
4. On 12/06/06 the reporting person was granted Restricted Stock Units the vesting of which was based on satisfaction of certain performance criteria for the fiscal year ending 10/31/07. The performance criteria were met.

Signatures

Brian M Beattie by Stephen Buckhout pursuant to POA

** Signature of Reporting Person

12/10/2007

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.

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