

CADENCE DESIGN SYSTEMS INC

Form 4

August 08, 2012

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

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)

(Last) (First) (Middle)

2655 SEELY AVENUE, BLDG 5

(Street)

SAN JOSE, CA 95134

(City)

(State)

(Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
02/15/2012

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

____ Director ____ 10% Owner
____ Officer (give title ____ Other (specify
below) below)
President and CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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								596,862	I ⁽¹⁾	By Trust
Common Stock								31,400	I ⁽²⁾	Held By IRA
Common Stock	02/15/2012	02/15/2012	Z	V	33,333	A	\$ 0	579,088	I	By Trust
Common Stock	02/15/2012	02/15/2012	Z	V	8,887	A	\$ 0	587,975	I	By Trust
Common Stock	02/15/2012	02/15/2012	Z	V	8,887	A	\$ 0	596,862	I	By Trust

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Common Stock	02/15/2012	02/15/2012	<u>Z</u> (3)	V	33,333	D	\$ 0	332,772	D
Common Stock	02/15/2012	02/15/2012	<u>Z</u> (3)	V	8,887	D	\$ 0	323,885	D
Common Stock	02/15/2012	02/15/2012	<u>Z</u> (3)	V	8,887	D	\$ 0	314,998	D
Common Stock	08/08/2012	08/08/2012	<u>F</u> (4)		7,780	D	\$ 12.44	307,218	D
Common Stock	08/08/2012	08/08/2012	<u>F</u> (4)		7,779	D	\$ 12.44	299,439	D

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

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
TAN LIP BU 2655 SEELY AVENUE, BLDG 5 SAN JOSE, CA 95134	President and CEO

Signatures

James J. Cowie, Attorney-in-Fact for
Lip-Bu Tan 08/08/2012

__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).

- Amount of shares beneficially owned following reported transaction includes: (i) 1,000 shares held by L Tan & N Lee & W Lee Trustees Pacven Walden Inc. 401(k) PSB FBO Lip-Bu Tan; (ii) 136,987 shares held by Lip-Bu Tan and Ysa Loo Tan dates 02/03/1992 (including 701 shares acquired through the Cadence Design Systems, Inc., Employee Stock Purchase Plan on January 31, 2012), and (iii) 5,000 shares held by A&E Investment LLC, the sole member of which is the Lip-Bu Tan and Ysa Loo Trust dated 02/03/1992.
- (1)
 - (2) Shares held by IRA FBO Lip-Bu Tan DB Securities Inc. Custodian Rollover Account DTD 5/19/97.
 - (3) Shares transferred to the Lip-Bu Tan and Ysa Loo Trust dated 2/3/1992.
 - (4) Shares withheld to satisfy tax obligations arising out of vesting of restricted stock.

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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