

CADENCE DESIGN SYSTEMS INC
 Form 4
 December 13, 2016

FORM 4

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

OMB APPROVAL

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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 *
 SANGIOVANNI VINCENTELLI
 ALBERTO

(Last) (First) (Middle)
 2655 SEELY AVENUE, BLDG. 5
 (Street)

SAN JOSE, CA 95134

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 CADENCE DESIGN SYSTEMS
 INC [CDNS]

3. Date of Earliest Transaction
 (Month/Day/Year)
 12/09/2016

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)

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	12/09/2016		M			25,000	A	\$ 10.94	89,072	D	
Common Stock	12/09/2016		S			25,000	D	\$ 26	64,072	D	
Common Stock	12/09/2016		M			25,000	A	\$ 4.06	89,072	D	
Common Stock	12/09/2016		S			25,000	D	\$ 26	64,072	D	
Common Stock	12/09/2016		M			4,212	A	\$ 6.51	68,284	D	

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Common Stock	12/09/2016	S	4,212	D	\$ 26	64,072	D
Common Stock	12/12/2016	M	20,788	A	\$ 6.51	84,860	D
Common Stock	12/12/2016	S	20,788	D	\$ 25.706	64,072	D

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

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(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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 10.94	12/09/2016		M	25,000	03/31/2009 04/01/2018	Common Stock	25,000	
Non-Qualified Stock Option (right to buy)	\$ 4.06	12/09/2016		M	25,000	03/31/2010 04/01/2019	Common Stock	25,000	
Non-Qualified Stock Option (right to buy)	\$ 6.51	12/09/2016		M	4,212	03/31/2011 04/01/2020	Common Stock	4,212	
Non-Qualified Stock Option (right to buy)	\$ 6.51	12/12/2016		M	20,788	03/31/2011 04/01/2020	Common Stock	20,788	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SANGIOVANNI VINCENTELLI ALBERTO 2655 SEELY AVENUE, BLDG. 5	X			

SAN JOSE, CA 95134

Signatures

Yoonie Y. Chang, Attorney-in-Fact for Alberto
Sangiovanni-Vincentelli

12/13/2016

__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).

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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