

CADENCE DESIGN SYSTEMS INC
 Form 4
 February 08, 2012

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 *
 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)

3. Date of Earliest Transaction (Month/Day/Year)
 02/06/2012

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

SAN JOSE, CA 95134

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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 Ownership (Instr. 4)
Common Stock					31,400	I ⁽¹⁾	Held By IRA
Common Stock	02/06/2012		A ⁽²⁾	140,000 A	\$ 0 456,664	D	
Common Stock	02/06/2012		Z	75,000 A	\$ 0 545,755	I ⁽⁵⁾	By Trust ⁽⁴⁾
Common Stock	02/06/2012		Z ⁽⁶⁾	75,000 D	\$ 0 381,664	D	
Common Stock	02/08/2012		F ⁽⁷⁾	7,780 D	\$ 11.76 373,884	D	

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- Amount of shares beneficially owned following reported transaction includes: (i) 7,000 shares held by L Tan & N Lee & W Lee Trustees Pacven Walden Inc. 401(k) PSB FBO Lip-Bu Tan; (ii) 523,755 shares held by Lip-Bu Tan and Ysa Loo Tan dated 02/03/1992 (including 701 shares acquired through the Cadence Design Systems, Inc., Employee Stock Purchase Plan on January 31, 2012), and (iii) 15,000 shares held by A&E Investment LLC, the sole member of which is the Lip-Bu Tan and Ysa Loo Trust
- (5)
 - (6) Shares transferred to the Lip-Bu Tan and Ysa Loo Trust dated 02/03/1992.
 - (7) 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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