

CADENCE DESIGN SYSTEMS INC

Form 4

October 10, 2007

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BUSHBY KEVIN

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)
10/08/2007

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Exec VP - WW Field Operations

SAN JOSE., CA 95134

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount (1)	(A) or (D)	Price	
Common Stock	10/08/2007		M		10,000 (1)	A	\$ 12.5937	209,159 D
Common Stock	10/08/2007		M		20,000 (1)	A	\$ 14.6875	229,159 D
Common Stock	10/08/2007		S		2,000 (1)	D	\$ 22.01	227,159 D
Common Stock	10/08/2007		S		6,000 (1)	D	\$ 22.02	221,159 D
Common Stock	10/08/2007		S		5,000 (1)	D	\$ 22.05	216,159 D

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Common Stock	10/08/2007	S	<u>7,000</u> (1)	D	\$ 22.1	209,159	D
Common Stock	10/08/2007	S	<u>4,000</u> (1)	D	\$ 22.13	205,159	D
Common Stock	10/08/2007	S	<u>1,000</u> (1)	D	\$ 22.15	204,159	D
Common Stock	10/08/2007	S	<u>5,000</u> (1)	D	\$ 22.17	199,159	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)	\$ 12.5937	10/08/2007		M	10,000	<u>(2)</u> 05/12/2009	Common Stock 10,000
Non-Qualified Stock Option (right to buy)	\$ 14.6875	10/08/2007		M	20,000	<u>(3)</u> 05/19/2010	Common Stock 20,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BUSHBY KEVIN 2655 SEELY AVENUE, BLDG. 5 SAN JOSE,, CA 95134	Exec VP - WW Field Operations

Signatures

R.L. Smith McKeithen, Attorney-in-Fact for Kevin
Bushby

10/08/2007

__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).
- (1) The transaction reported in this Form 4 was effected pursuant to a Rule 10b5-1 Trading Plan adopted by the reporting person on August 6, 2007, as amended on September 14, 2007.
- (2) Option was granted on May 12, 1999 and is fully vested.
- (3) Option was granted on May 19, 2000 and is fully vested.

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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