#### CADENCE DESIGN SYSTEMS INC

Form 4

February 11, 2015

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

OMB 3235-0287 Number:

burden hours per

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005 Estimated average

**OMB APPROVAL** 

Form 5 obligations may continue.

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

**SECURITIES** 

0.5 response...

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * TAN LIP BU		ng Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol CADENCE DESIGN SYSTEMS INC [CDNS]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last) 2655 SEELY	(First)  AVENUE, F	(Middle) BLDG. 5	3. Date of Earliest Transaction (Month/Day/Year) 02/09/2015	_X_ Director 10% Owner _X_ Officer (give title Other (specify below) President & CEO			
	(Street)		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			
SAN JOSE, CA 95134				Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative Se	curiti	es Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securitie on(A) or Disp (Instr. 3, 4 a	osed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
Common Stock					(2)	11100	31,400	I	Held By IRA (1)
Common Stock							15,000	I	By Trust 1 (2)
Common Stock							800,092	I	By Trust 2
Common Stock							7,000	I	By Trust 3 (4)
Common Stock							51,000	I	Held by Child 1

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Common Stock 02/09/2015 A 125,000 A 0.298,240 D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. Transactio Code (Instr. 8)	5. Number of or 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 Am Underlying Sect (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	A N Sl
Non-Qualified Stock Option (right to buy)	\$ 17.16	02/09/2015		A	500,000	03/09/2015	02/09/2022	Common Stock	5

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

TAN LIP BU
2655 SEELY AVENUE, BLDG. 5 X President & CEO
SAN JOSE, CA 95134

# **Signatures**

Yoonie Y. Chang, Attorney-in-Fact for Lip-Bu Tan 02/11/2015

\*\*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) Shares held by IRA FBO Lip-Bu Tan DB Securities Inc. Custodian Rollover Account DTD 5/19/1997.
- (2) Shares held by A&E Investment LLC, the sole member of which is the Lip-Bu Tan and Ysa Loo Trust dated 2/3/1992.
- (3) Shares held by the Lip-Bu and Ysa Loo Trust date 2/3/1992.
- (4) Shares held by L Tan & N Lee & W Lee Trustees, Pacvan Walden Inc.
- (5) Grant of performance-based incentive stock.

Reporting Owners 2

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(6) Option vests at a rate of 1/48th per month.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.