

Huang Charlie X.
Form 3
October 24, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Huang Charlie X.</p> <p>(Last) (First) (Middle)</p> <p>2655 SEELY AVENUE, BLDG 5</p> <p>(Street)</p> <p>SAN JOSE,Â CAÂ 95134</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>10/15/2008</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>CADENCE DESIGN SYSTEMS INC [CDNS]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Sr.VP,Bus.Dev., Chief of Staff</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	40,000	D	Â
Common Stock	750	I	Restricted stock granted by the issuer to Reporting Person's spouse
Common Stock	420	I	As Custodian for Minor Children <u>(1)</u>
Common Stock	144,488	I	Held by Trust <u>(2)</u>

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Non-qualified Stock Option (right to buy)	Â (3)	03/09/2011	Common Stock	20,000	\$ 24	D	Â
Non-qualified Stock Option (right to buy)	Â (4)	09/21/2011	Common Stock	53,500	\$ 15.485	D	Â
Non-qualified Stock Option (right to buy)	Â (5)	07/31/2012	Common Stock	8,000	\$ 12.625	D	Â
Non-qualified Stock Option (right to buy)	Â (6)	02/15/2016	Common Stock	50,000	\$ 16.8	D	Â
Non-qualified Stock Option (right to buy)	Â (7)	05/15/2014	Common Stock	50,000	\$ 21.58	D	Â
Non-qualified Stock Option (right to buy)	Â (8)	02/01/2015	Common Stock	60,000	\$ 10.61	D	Â
Non-Qualified Stock Option (right to buy)	Â (9)	02/07/2013	Common Stock	5,000	\$ 9.585	D	Â
Non-qualified Stock Option (right to buy)	Â (10)	10/05/2011	Common Stock	3,500	\$ 16.945	I	Option is held by spouse of the Reporting Person.
Non-qualified Stock Option (right to buy)	Â (11)	07/31/2012	Common Stock	459	\$ 12.625	I	Option is held by spouse of the Reporting Person.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Huang Charlie X. 2655 SEELY AVENUE, BLDG 5 SAN JOSE, CA 95134	Â	Â	Â Sr.VP,Bus.Dev., Chief of Staff	Â

Signatures

James J. Cowie, Attorney-in-Fact for Charlie X. Huang
10/24/2008

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) These Securities are held in custodial accounts by spouse of Reporting Person for the minor children of Reporting Person and Reporting Person's spouse.
- (2) These securities are held by Huang-Zhang Trust U/A DTD 6/12/96, of which Reporting Person and Reporting Person's spouse are trustees.
- (3) Option was granted on March 9, 2001 and is fully vested.
- (4) Option was granted on September 21, 2001 and is fully vested.
- (5) Option was granted on July 31, 2002 and is fully vested.
- (6) Option was granted on February 15, 2006 and vests at a rate of 1/48th per month thereafter.
- (7) Option was granted on May 15, 2007 and vests at a rate of 1/48th per month thereafter.
- (8) Option was granted on February 1, 2008 and vests at a rate of 1/48th per month thereafter.
- (9) Option was granted on February 7, 2003 and is fully vested.
- (10) Option was granted to Susan Zhang, spouse of the Reporting Person, by the Issuer and Mrs. Zhang's employer, on October 5, 2001 and is fully vested.
- (11) Option was granted to Susan Zhang, spouse of the Reporting Person, by the Issuer and Mrs. Zhang's employer, on July 31, 2002 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. 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.