

CADENCE DESIGN SYSTEMS INC  
Form 8-K  
February 17, 2015

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of**  
**the Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): February 10, 2015**

**CADENCE DESIGN SYSTEMS, INC.**

**(Exact Name of Registrant as Specified in its Charter)**

**Delaware**  
**(State or Other Jurisdiction)**

**000-15867**  
**(Commission)**

**00-0000000**  
**(I.R.S. Employer)**

**of Incorporation)**

**File Number)**

**Identification No.)**

**2655 Seely Avenue, Building 5**

**San Jose, California**

**(Address of Principal Executive Offices)**

**(408) 943-1234**

**95134**

**(Zip Code)**

**(Registrant's telephone number, including area code)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(d) On February 10, 2015, Cadence Design Systems, Inc. (the Company) elected Mark W. Adams to the Board of Directors of the Company, effective immediately.

Mr. Adams will be compensated consistent with the Company's compensation of its other non-employee directors in effect from time to time and as described in the Company's definitive proxy statement filed with the Securities and Exchange Commission on March 26, 2014. Mr. Adams received a grant of an incentive stock award with a grant date fair value of \$170,000 pursuant to the Company's 1995 Directors Stock Incentive Plan, which vests fully after one year of continuous service. Mr. Adams received this grant in connection with his initial appointment, and he has also entered into the Company's standard indemnification agreement.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

Exhibit No.	Description
99.01	Press Release issued by Cadence Design Systems, Inc. on February 10, 2015.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: February 17, 2015

CADENCE DESIGN SYSTEMS, INC.

By: /s/ James J. Cowie  
James J. Cowie  
Senior Vice President, General Counsel  
and Secretary

**EXHIBIT INDEX**

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