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UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 SAN FRANCISCO DIVISION

In re CADENCE DESIGN SYSTEMS, INC.)	No. C-08-4966 SC
SECURITIES AND DERIVATIVE)	
LITIGATION)	SUMMARY NOTICE OF SETTLEMENT
_____)	
)	<u>EXHIBIT A-2</u>
This Document Relates To:)	
)	
Nos. CV-10-01849-SC, CV-10-03607-)	
SC, and CV-10-03627-SC.)	
_____)	

1 **TO: ALL CURRENT RECORD HOLDERS AND BENEFICIAL OWNERS OF COMMON**
2 **STOCK OF CADENCE DESIGN SYSTEMS, INC. (“CADENCE” OR THE “COMPANY”)**
3 **AS OF JUNE 7, 2011 (“CURRENT CADENCE STOCKHOLDERS”).**

4 YOU ARE HEREBY NOTIFIED, pursuant to Federal Rule of Civil Procedure 23.1 and
5 Order of the Court, that a Stipulation of Settlement dated June 7, 2011 (the “Stipulation” or
6 “Settlement”) has been entered to resolve all shareholder derivative claims pending on behalf of
7 Nominal Defendant Cadence Design Systems, Inc. in three related shareholder derivative actions
8 currently pending before the United States District Court for the Northern District of California (the
9 “Federal Actions”). The Stipulation also resolves all related shareholder derivative claims pending
10 in the Superior Court of the State of California, Santa Clara County (the “State Action,” and,
11 collectively with the Federal Actions, the “Actions”).

12 On _____, 2011, at __:00 __.m., a hearing (the “Settlement Hearing”) will be held
13 before the Honorable Samuel Conti of the United States District Court for the Northern District of
14 California, located at 450 Golden Gate Avenue, Courtroom 1, San Francisco, California, to
15 determine: (1) whether the terms of the Settlement, including an award of attorneys’ fees and
16 expenses to Plaintiffs’ Counsel in the Actions, upon the terms and conditions set forth in the
17 Stipulation, and Special Awards in the amount of \$2,500 for each of the Plaintiffs should be
18 approved as fair, reasonable, and adequate; and (2) whether the Actions should be dismissed on the
19 merits and with prejudice.

20 **PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY. IF YOU**
21 **ARE A CURRENT CADENCE STOCKHOLDER, YOUR RIGHTS MAY BE**
22 **AFFECTED BY THE SETTLEMENT OF THE ACTIONS.**

23 This is a summary notice only. For additional information about the claims asserted in the
24 Actions and the terms of the proposed Settlement, please refer to the documents filed with the Court
25 in the Actions, and the Current Report on SEC Form 8-K, which is available on the “Investor
26 Relations” section of Cadence’s website (<http://www.cadence.com>) and provides hyperlinks to the
27 full-length Notice of Settlement (the “Notice”) and the Stipulation. In addition, complaints in the
28 derivative suits and the class action can be obtained on the website www.weiserlawfirm.com.

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PLEASE DO NOT CONTACT THE COURT REGARDING THIS SUMMARY

NOTICE. If you have additional questions regarding the Settlement, or if you do not have access to Internet, please contact Counsel for Plaintiff Walter Hamilton in the Federal Actions: Robert B. Weiser, The Weiser Law Firm, P.C., 121 North Wayne Avenue, Suite 100, Wayne, PA 19087; telephone: 610-225-2677.

If you are a Current Cadence Stockholder, you will be bound by the Order and Final Judgment of the Court granting final approval to the Settlement, and shall be deemed to have waived the right to object (including the right to appeal) and forever shall be barred, in this proceeding or in any other proceeding, from raising such objection. **Any objections to the Settlement must be filed on or before _____, 2011**, in accordance with the procedures set forth in the Notice.

DATED _____, 2011

BY ORDER OF THE COURT
UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA