Common Stock

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FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OIVIB APPR	OVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

				or Se	ction 30(h) of the In	ivestme	nt Cor	mpany Act of 1	.940					
1. Name and Address of Reporting Person*  WHEELER MICHAEL J			2. Issuer Name and Ticker or Trading Symbol ANSYS INC [ ANSS ]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) SOUTHPOINT 275 TECHNOI		(Middle)			e of Earliest Transa 1/2007	ction (M	lonth/l	Day/Year)	x	Officer (give title below)  VP & GM, Med	title Other (specify below)  Mechanical Bus. Unit			
(Street) CANONSBURG 15317 (City) (State) (Zip)				4. If Ai	mendment, Date of	Origina	l Filed	(Month/Day/Y	6. Indir Line) X	Form filed by One	oup Filing (Check Applicable  One Reporting Person  More than One Reporting			
	7	able I - No	n-Deriva	tive S	Securities Acq	uired	, Dis	posed of,	or Ben	eficially	Owned			
Date		2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities A Disposed Of			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
					Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock 0			08/30/2	2007		M		11,444	A	\$6.64	29,744	D		

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

S

M

S

M

S

11,444

12,008

12,008

19,680

19,680

D

A

D

A

D

\$4.9425

(2)

\$7.1475

18,300

30,308

18,300

37,980

18,300

D

D

D

D

D

	(e.g., puts, cans, 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)		Transaction of Code (Instr. Derivative		6. Date Exer Expiration D (Month/Day/\)	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Options to Purchase	\$6.64	08/30/2007		M			11,444	(4)	12/10/2011	Common Stock	11,444	\$0.00	0	D	
Options to Purchase	\$4.9425	08/30/2007		М			12,008	(5)	10/22/2012	Common Stock	12,008	\$0.00	0	D	
Options to Purchase	\$7.1475	08/30/2007		M			19,680	(6)	05/30/2013	Common Stock	19,680	\$0.00	0	D	

## **Explanation of Responses:**

1. The trade was executed in a series of transactions with a price range of \$32.50 to \$32.66, with a weighted average price of \$32.53.

08/30/2007

08/30/2007

08/30/2007

08/30/2007

08/30/2007

- 2. The trade was executed in a series of transactions with a price range of \$32.50 to \$32.56, with a weighted average price of \$32.52.
- 3. The trade was executed in a series of transactions with a price range of \$32.75 to \$33.03, with a weighted average price of \$32.83.
- 4. The option grant of 60,000 shares vests 25% annually in equal installments beginning on the first anniversary of the grant date.
- 5. The option grant of 48,000 shares vests 25% annually in equal installments beginning on the first anniversary of the grant date.
- 6. The option grant of 100,000 shares vests 25% annually in equal installments beginning on the first anniversary of the grant date.

Maria T. Shields, Attorney-in-

09/04/2007

\*\* Signature of Reporting Person

Date

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

- \* 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).

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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