

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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 Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>MORBY JACQUELINE C</u>  (Last) (First) (Middle) <u>SOUTHPOINTE</u> <u>275 TECHNOLOGY DRIVE</u>  (Street) <u>CANONSBURG PA</u> <u>15317</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ANSYS INC [ ANSS ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/15/2008</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person  Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/15/2008		M		4,000	A	\$16.285	125,000	D	
Common Stock	08/15/2008		M		3,000	A	\$23.91	128,000	D	
Common Stock	08/15/2008		S		4,000	D	\$47.9	124,000	D	
Common Stock	08/15/2008		S		3,000	D	\$47.8 <sup>(1)</sup>	121,000	D	
Common Stock	08/15/2008		S		5,000	D	\$46.5 <sup>(2)</sup>	116,000	D	
Common Stock	08/15/2008		S		1,000	D	\$48	115,000	D	
Common Stock	08/15/2008		S		2,000	D	\$47.85 <sup>(3)</sup>	113,000	D	

**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. Transaction Code (Instr. 8)		5. Number of 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 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
Options to Purchase	\$46.68	08/15/2008		A		4,000		(4)	08/15/2015	Common Stock	4,000	\$0.00	4,000	D	
Options to Purchase	\$16.285	08/15/2008		M			4,000	(5)	05/17/2015	Common Stock	4,000	\$0.00	20,000	D	
Options to Purchase	\$23.91	08/15/2008		M		3,000		(6)	06/30/2016	Common Stock	3,000	\$0.00	3,000	D	

**Explanation of Responses:**

- The trade was executed in a series of transactions with a price range of \$47.80 to \$47.85, with a weighted average price of \$47.80. Full information regarding the number of shares sold at each separate price will be provided upon request.
- The trade was executed in a series of transactions with a price range of \$46.50 to \$46.52, with a weighted average price of \$46.50. Full information regarding the number of shares sold at each separate price will be provided upon request.
- The trade was executed in a series of transactions with a price range of \$47.80 to \$47.89, with a weighted average price of \$47.85. Full information regarding the number of shares sold at each separate price will be provided upon request.
- Represents options issued under the Third Amended and Restated ANSYS, Inc. 1996 Stock Option and Grant Plan in accordance with the 12/31/07 annual grant election of the Chairman and non-affiliated independent directors. The option grant of 4,000 shares is made quarterly in arrears and vests 25% annually in equal installments beginning on the first anniversary of the grant date.
- The option grant of 24,000 shares vests 25% annually in equal installments beginning on the first anniversary of the grant date.
- The option grant of 6,000 shares vests 25% annually in equal installments beginning on the first anniversary of the grant date.

James E. Cashman III,  
Attorney-in-Fact

08/19/2008

\*\* 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.

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 Number.