Option To Purchase

\$45.39

09/04/2013

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** 

OMB Number: Estimated average burden hours per response: 0.5

## 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

1. Name and Address of Reporting Person*  MORBY JACQUELINE C						2. Issuer Name <b>and</b> Ticker or Trading Symbol ANSYS INC [ ANSS ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  Officer (give title X Other (specify						
(Last) (First) (Middle) SOUTHPOINTE						3. Date of Earliest Transaction (Month/Day/Year) 09/04/2013										below)	Former		below)		
275 TECHNOLOGY DRIVE						4. If Amondment, Date of Original Filed (Moeth/Dov/Mee)									6. Individual or Joint/Group Filing (Check Applicable						
(Street) CANONSBURG PA 15317							4. If Amendment, Date of Original Filed (Month/Day/Year)									Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(S		(Zip)																		
1 Tido of	Coourity (Inc		le I - No	n-Deri		_	Curit		cquire 3.	d, D	)isp					1		60	wnership	7. Nature	
1. Title of Security (Instr. 3)  2. T Dat (Mo						ar)   E	Execution Date, if any (Month/Day/Year)		e, Tran Cod	Transaction Code (Instr.		4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)			ind	Securitie Benefici	eficially ned Following		n: Direct	of Indirect Beneficial Ownership (Instr. 4)	
									Cod	le V	′	Amount	(A) o (D)	Pric	e	Transact (Instr. 3	tion(s)				
Common	09/0	4/201	3						875	A	\$58	3.67	87	,075		D					
Common	09/0	09/04/2013							875	A	\$5	1.52	87,950			D					
Common	Stock			09/04/2013		3			M			1,750	0 A	\$5	5.3	89,700		D			
Commor	Stock			1	4/201	-				_		2,000	0 A	_	1.93	91,700			D		
					4/201	-						875	_	-	3.98	92,575			D		
					4/201	_			M	+		1,000	_	-	\$46.68 \$26.95		93,575		D		
Common Stock 09/04						-			M	+		1,000	_	+		94,575 95,575			D		
					4/201	-			M	+		1,000	_	\$44.62 \$45.39		97,575			D		
Common Stock 09/04/ Common Stock 09/04/						/2013		M	+		<del>                                     </del>		-	·		,575 ,575		D D			
Common	- Otock	7	Гable II -	<u> </u>			ıritie	es Acc			spc						,575	<u> </u>	Б		
													ble seci							1	
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	ed Date, ay/Year)		ransaction of ode (Instr. ) Se Ac (A) Dis		of Ex		6. Date Exercisa Expiration Date (Month/Day/Yea			Amount of Securities Underlying Derivative	. Title and imount of securities Inderlying Perivative Security Instr. 3 and 4)		. Price of Perivative Security Instr. 5)	9. Numbe derivative Securities Beneficial Owned Following Reported Transactie (Instr. 4)	e s Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownershi (Instr. 4)		
					Code	v	(A)	(D)	Date Exercis	sable		xpiration ate	Title	Amou or Number of Shares	er						
Option To Purchase	\$58.67	09/04/2013			M			875	(1)		11	1/14/2018	Common Stock	875		\$0	0		D		
Option To Purchase	\$51.52	09/04/2013				1		875	(2)		08	8/15/2018	Common Stock	875		\$0	0		D		
Option To Purchase	\$55.3	09/04/2013			M			1,750	(3)		05	5/16/2018	Common Stock	1,75	)	\$0	0		D		
Option To Purchase	\$54.93	09/04/2013			M			2,000	(4)		03	3/01/2018	Common Stock	2,00	)	\$0	0		D		
Option To Purchase	\$63.98	09/04/2013			M		L	875	(5)		02	2/28/2019	Common Stock	875		\$0	0		D		
Option To Purchase	\$46.68	09/04/2013			M			1,000	(6)		08	8/15/2015	Common Stock	1,00	0	\$0	0		D		
Option To Purchase	\$26.95	09/04/2013			M			1,000	(7)		05	5/15/2016	Common Stock	1,00	0	\$0	0		D		
Option To Purchase	\$44.62	09/04/2013			M			1,000	(8)		03	3/02/2017	Common Stock	1,00		\$ <mark>0</mark>	0		D		

2,000

(9)

Common

2,000

\$<mark>0</mark>

D

05/17/2017

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)	Code (	sinsaction of of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			6. Date Exerc Expiration Da (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				
Option To Purchase	\$48.97	09/04/2013		M			2,000	(10)	11/15/2017	Common Stock	2,000	\$0	0	D	

## **Explanation of Responses:**

- 1. The option grant of 3,500 shares granted on 11/14/2011 vests 25% annually in equal installments beginning on the first anniversary of the grant.
- $2. \ The option grant of 3,500 \ shares \ granted on \ 08/15/2011 \ vests \ 25\% \ annually \ in equal installments beginning on the first anniversary of the grant.$
- $3.\ The\ option\ grant\ of\ 3,500\ shares\ granted\ on\ 05/16/2011\ vests\ 25\%\ annually\ in\ equal\ installments\ beginning\ on\ the\ first\ anniversary\ of\ the\ grant.$
- $4. \ The option grant of 4,000 \ shares \ granted \ on \ 03/01/2011 \ vests \ 25\% \ annually \ in equal installments beginning on the first anniversary of the grant.$
- 5. The option grant of 3,500 shares granted on 02/28/2012 vests 25% annually in equal installments beginning on the first anniversary of the grant.
- $6. \ The option grant of 4,000 \ shares \ granted \ on \ 08/15/2008 \ vests \ 25\% \ annually \ in equal \ installments \ beginning \ on \ the \ first \ anniversary \ of \ the \ grant.$
- 7. The option grant of 4,000 shares granted on 05/15/2009 vests 25% annually in equal installments beginning on the first anniversary of the grant.
- 8. The option grant of 4,000 shares granted on 03/02/2010 vests 25% annually in equal installments beginning on the first anniversary of the grant.

  9. The option grant of 4,000 shares granted on 05/17/2010 vests 25% annually in equal installments beginning on the first anniversary of the grant.
- 10. The option grant of 4,000 shares granted on 11/15/2010 vests 25% annually in equal installments beginning on the first anniversary of the grant.

## Remarks:

Sheila S. DiNardo, Attorney-

09/06/2013

in-Fact

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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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