SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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1	Address of Reporting <u>MICHAEL</u>	Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>ANSYS INC</u> [ANSS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner		
			[Officer (give title Other (epocify		
(Last) (First) (Middle) 2600 ANSYS DRIVE SOUTHPOINTE		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/10/2017	Officer (give title Other (specify below) below)		
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street)				X Form filed by One Reporting Person		
CANONSBURG PA 15317		15317		Form filed by More than One Reporting Person		
(City)	(State)	(Zip)				

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)	, Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock ⁽¹⁾	08/10/2017		М		4,000 ⁽¹⁾	A	\$40.87 ⁽¹⁾	28,054 ⁽³⁾	D	
Common Stock ⁽¹⁾	08/10/2017		S		4,000(1)	D	(1)(2)	24,054 ⁽³⁾	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)	Code (Transaction Derivative Code (Instr. Securities		vative urities uired (A) isposed D) (Instr.	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	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		Transaction(s) (Instr. 4)		
Option To Purchase ⁽¹⁾	\$40.87 ⁽¹⁾	08/10/2017		М			4,000 ⁽¹⁾	(4)	08/17/2017	Common Stock	4,000	\$0	0	D	

Explanation of Responses:

1. Pursuant to a 10b5-1 plan currently in place.

2. The trade was executed in a series of transactions with a price range of \$122.78 to \$124.73, inclusive, with a weighted average price of \$123.593800. The reporting person undertakes to provide to ANSYS, Inc., any security holder of ANSYS, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

3. Includes 17,600 Deferred Stock Units and 2,454 Restricted Stock Units.

4. The option grant of 4,000 shares granted on 08/16/2010 vests 25% annually in equal installments beginning on the first anniversary of the grant.

Remarks:

Joseph E. Steitz, Attorney-in-Fact

08/14/2017

** 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.