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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of Earliest Event Reported): February 15, 2005

ANSYS. INC.
(Exact Name of Registrant as Specified in its Charter)

Delaware	0-20853	04-3219960
(State or Other Jurisdiction of Incorporation or Organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

275 Technology Drive, Canonsburg, PA	15317
(Address of Principal Executive Offices)	(Zip Code)

(Registrant's Telephone Number, Including Area Code) (724) 746-3304

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ITEM 2.02 REGULATION FD DISCLOSURE

        The Information contained in this Item of this Current Report on Form
8-K is being furnished pursuant to "Item 2.02. Results of Operations and
Financial Condition" of Form 8-K.

        The information in this Current Report is being furnished and shall not
be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act
of 1934, as amended, or otherwise subject to the liabilities of such Section.
The information in this Current Report shall not be incorporated by reference
into any registration statement or other document pursuant to the Securities Act
of 1933, except as shall be expressly set forth by specific reference in such
filing.

        On February 15. 2005, ANSYS, Inc. issued an earnings release announcing
its financial results for the fourth quarter ended December 31, 2004. A copy of
the earnings release is attached as Exhibit 99.1

ITEM 9.01 FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

        (c)

        Exhibits

EXHIBIT NUMBER	DESCRIPTION
99.1	Press Release of the Registrant dated February 15, 2005

SIGNATURE

        Pursuant to the requirements of the Securities Exchange Act of 1934, the
Registrant has duly caused this report to be signed on its behalf by the
undersigned, hereunto duly authorized.

                              ANSYS, INC.
                              (Registrant)

Date: February 15, 2005   By: /s/ MARIA T. SHIELDS

                              Maria T. Shields - Chief Financial Officer,
                              VP of Finance and Administration
                              (Ms. Shields is the Principal Financial and
                              Accounting Officer and has been duly
                              authorized to sign on behalf of the
                              Registrant)

Exhibit 99.1

ANSYS 2004 Momentum Continues as Company Announces Record Fourth Quarter
Results

SOUTHPOINTE, Pa., Feb. 15 /PRNewswire-FirstCall/ -- ANSYS, Inc. (Nasdaq:
ANSS), a global innovator of simulation software and technologies designed to
optimize product development processes, today announced new record highs for
revenues, operating profit, net income and earnings per share for fourth quarter
and annual 2004 results. ANSYS' fourth quarter and 2004 GAAP results include:

- Total revenue of $38.9 million, as compared to $33.3 million in the
  fourth quarter of 2003; total revenue of $134.5 million in 2004 as
  compared to $113.5 million in 2003;
- Diluted earnings per share of $0.36 for the fourth quarter of 2004
  as compared to $0.22 for the fourth quarter of 2003. The fourth
  quarter 2004 GAAP results include a one-time tax benefit of
  approximately $1.1 million, or $.03 per share, which is further
  described below;
- Diluted earnings per share of $1.05 in 2004 as compared to $0.67 in
  2003;
- Cash flows from operations of $11.7 million for the fourth quarter
  of 2004 and $51.4 million for 2004; and
- Cash and short-term investment balances of $138.4 million, and no
  debt, as of December 31, 2004.

Excluding the adverse impact on reported software license revenue of
purchase accounting adjustments related to the Company's February 2003
acquisition of CFX, acquisition-related amortization and the one-time tax
benefit recorded in the 2004 fourth quarter (see discussion below), ANSYS'
fourth quarter adjusted (non-GAAP) results include:

- Total adjusted revenue of $39.0 million, as compared to $33.8
  million in the fourth quarter of 2003; total adjusted revenue of
  $134.9 million in 2004 as compared to $116.5 million in 2003;
- An overall adjusted operating profit margin, excluding acquisition-
  related amortization, of 41% as compared to 35% for the fourth
  quarter of 2003; and an overall adjusted profit margin, excluding
  acquisition- related amortization, of 37% in 2004 as compared to
  32% for 2003; and
- Adjusted diluted earnings per share of $0.35 (excluding the
  one-time tax benefit) as compared to $0.25 for the fourth quarter
  of 2003; and adjusted diluted earnings per share of $1.09 in 2004
  as compared to $0.80 in 2003.

ANSYS President and CEO, Jim Cashman, commenting on the Company's fourth
quarter and 2004 results said, "We are extremely proud of the significant
milestones that were reached this past quarter, and which contributed to our
record financial performance. These include the expansion of several key,
long-term customer relationships that contributed significant incremental
software revenues for the quarter, as well as the release of ANSYS 9.0, an
important stride in the evolution of Workbench(TM) as a leading-edge tool for
simulation-driven, integrated product development."

Cashman further added, "During 2004, our global team executed with
confidence and reliability on a number of fronts that not only impacted our
short-term business performance, but, more importantly, continued to expand the
broad base and breadth of our business. These have been key elements to our
long-term, consistent performance and continue to serve as a solid foundation
for our future."

In closing, Cashman stated, "In addition to our solid core business, we
are also excited about our recent acquisition of Century Dynamics, Inc. ("CDI").
This technology will further strengthen our suite of engineering simulation
offerings, expand our global market presence and enable us to address a larger
percentage of the overall simulation needs of our existing and future customers'
virtual product development processes."

The adjusted results highlighted above, and the adjusted estimates for
2005 discussed below, represent non-GAAP (Generally Accepted Accounting
Principles) financial measures. A reconciliation of these measures to the
appropriate GAAP measures, for the three and twelve months ended December 31, is
included in the condensed financial information included in this release."

On August 5, 2004, the Company announced that its Board of Directors
approved a 2-for-1 stock split of the Company's common shares. The stock split
was payable in the form of a stock dividend and entitled each stockholder of
record at the close of business on September 3, 2004, to receive one share of

common stock for every outstanding share of common stock held on that date. The stock dividend was distributed on October 4, 2004. The share data and earnings per share data in this press release give effect to the stock split, applied retroactively, to all periods presented.

Adjustments to Reported GAAP Financial Results
-     One-Time Fourth Quarter 2004 Tax Benefit
The 2004 earnings include a one-time tax benefit in the fourth quarter related to the successful resolution of outstanding governmental income tax audits for the years 2001, 2002 and 2003. This benefit had the effect of increasing net income by approximately $1.1 million and diluted earnings per share by $0.03.

-     Purchase Accounting Adjustment for Acquired Deferred Revenue:
As announced February 26, 2003, ANSYS acquired CFX for approximately $22 million in cash. In accordance with the fair value provisions of EITF 01-3 "Accounting in a Business Combination for Deferred Revenue of an Acquiree," acquired deferred software license revenue of approximately $4.8 million was recorded on the opening balance sheet, which was approximately $3.4 million lower than the historical carrying value. Although this purchase accounting requirement has no impact on the Company's business or cash flow, it adversely impacted the Company's reported GAAP software license revenue primarily for the first twelve months post-acquisition. In order to provide investors with financial information that facilitates comparison of both historical and future results, the Company has provided adjusted financial information, which excludes the impact of the purchase accounting adjustment.

-     Acquisition-Related Amortization:
As previously discussed, the Company completed its acquisition of CFX in February 2003. Prior to that, the Company also acquired CADOE S.A. and ICEM CFD Engineering in November 2001 and August 2000, respectively. These acquisitions have all been accounted for as purchases, resulting in the recording of a significant amount of goodwill and identifiable intangible assets.

ANSYS is providing, and has historically provided, its current quarter GAAP results as well as financial results that have been adjusted for the impact of the items described above. The Company believes that these non-GAAP measures supplement its consolidated GAAP financial statements as they provide a consistent basis for comparison between quarters that are not influenced by certain non-cash items and are therefore useful to investors in helping them to better understand the Company's operating results. In certain instances, such as when intangibles are acquired through business acquisitions or become fully amortized, amortization expense associated with acquired intangibles also makes period-to-period comparisons difficult because amortization expense may appear in one period but not in the comparable period. Management uses these non-GAAP financial measures internally to evaluate the Company's business performance, however, these measures are not intended to supersede or replace the GAAP results.

Management's 2005 Outlook

Based on anticipated revenues and expenditures for 2005, the Company currently projects that full year 2005 diluted earnings per share, adjusted to exclude acquisition-related amortization and expenses related to stock-based compensation, will be in the range of $1.15 to $1.18. The Company's current outlook relative to a GAAP diluted earnings per share estimate will be in the range of $1.00 to $1.06. This range is wider than that provided for adjusted diluted earnings per share because the Company has not yet completed the purchase accounting for its most recent acquisition of Century Dynamics, Inc. The inherent imprecision in the expense estimates for stock-based compensation also affect this estimate. The Company expects to refine the estimate for GAAP diluted earnings per share during the first quarter and will provide an update in conjunction with its first quarter 2005 earnings release.

ANSYS will hold a conference call at 10:30 Eastern Time on February 15, to discuss fourth quarter results as well as to provide guidance regarding business prospects. The dial in number is 888-552-9191 and the passcode is "ANSYS". A replay will be available until February 22, by dialing 800-283-3707. The conference call will be webcast live as well as archived and can be accessed, along with other financial information, on ANSYS' website, located at www.ansys.com/corporate/investors.asp .

About ANSYS, Inc.

ANSYS, Inc., founded in 1970, develops and globally markets engineering simulation software and technologies widely used by engineers and designers across a broad spectrum of industries. ANSYS focuses on the development of open and flexible solutions that enable users to analyze designs directly on the desktop, providing a common platform for fast, efficient and cost- conscious product development, from design concept to final-stage testing and validation. Headquartered in Canonsburg, Pennsylvania U.S.A. with more than 25 strategic sales locations throughout the world, ANSYS, Inc. employs approximately 600 people and distributes its products through a network of channel partners in over 40 countries. Visit www.ansys.com for more information.

        ANSYS, Inc. is committed to providing the most open and flexible analysis solutions to meet customer requirements for engineering software in today's competitive marketplace. ANSYS, Inc. partners with leading design software suppliers to develop state-of-the-art CAD-integrated products. ANSYS and its global network of channel partners provide sales, support and training for customers. Information about ANSYS, Inc. and its products can be found on the Worldwide Web at www.ansys.com .

Reconciliation of Non-GAAP Measures

This earnings release contains non-GAAP financial measures. For purposes of Regulation G, a non-GAAP financial measure is a numerical measure of a registrant's historical or future financial performance, financial position or cash flows that excludes amounts, or is subject to adjustments that have the effect of excluding amounts, that are included in the most directly comparable measure calculated and presented in accordance with GAAP in the statement of income, balance sheet or statement of cash flows of the issuer; or includes amounts, or is subject to adjustments that have the effect of including amounts, that are excluded from the most directly comparable measure so calculated and presented. In this regard, GAAP refers to generally accepted accounting principles in the United States. Pursuant to the requirements of Regulation G, the Company has provided a reconciliation of the adjusted (non- GAAP) financial measures to the most directly comparable GAAP financial measures.

Adjusted software license revenue, adjusted operating profit margin, adjusted net income and adjusted diluted earnings per share are presented in this earnings release because management uses this information in evaluating the results of the continuing operations of business and believes that this information provides the users of the financial statements a valuable insight into the operating results. Additionally, management believes that it is in the best interest of its investors to provide financial information that will facilitate comparison of both historical and future results and allows greater transparency to supplemental information used by management in its financial and operational decision making. Management encourages investors to review the reconciliations of the non-GAAP financial measures to the most directly comparable GAAP measures that are provided within the financial information attached to this news release.

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                         ANSYS, INC. AND SUBSIDIARIES
                       Consolidated Statements of Income
                      (in thousands, except per share data)
                                  (Unaudited)
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	Three months ended		Twelve months ended	
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	December 31, 2004	December 31, 2003	December 31, 2004	December 31, 2003
Revenue:				
Software licenses	$ 22,064	$ 17,951	$ 71,326	$ 58,408
Maintenance and service	16,823	15,303	63,213	55,127
Total revenue	38,887	33,254	134,539	113,535
Cost of sales:				
Software licenses	1,162	1,492	4,840	5,365
Amortization of software and acquired technology	763	726	3,030	3,028
Maintenance and service	3,788	3,330	13,437	13,112
Total cost of sales	5,713	5,548	21,307	21,505
Gross profit	33,174	27,706	113,232	92,030
Operating expenses:				
Selling and marketing	7,141	7,523	24,984	24,777
Research and development	6,840	6,183	26,281	23,792
Amortization	292	281	1,149	1,055
General and administrative	4,032	3,291	14,840	12,089
Total operating expenses	18,305	17,278	67,254	61,713
Operating income	14,869	10,428	45,978	30,317
Other income (expense)	1,132	(141)	1,923	357
Income before income tax provision	16,001	10,287	47,901	30,674
Income tax provision	3,750	3,086	13,334	9,361
Net income	$ 12,251	$ 7,201	$ 34,567	$ 21,313
Earnings per share - basic(a):				
Basic earnings per share	$ 0.39	$ 0.24	$ 1.12	$ 0.71
Weighted average shares - basic	31,315	30,478	30,955	29,916
Earnings per share - diluted(a):				
Diluted earnings per share	$ 0.36	$ 0.22	$ 1.05	$ 0.67
Weighted average shares - diluted	33,587	32,796	32,978	31,876

(a)   The share data and earnings per share data in this press release give
       effect for the two-for-one stock split, applied retroactively, to all
       periods presented.

ANSYS, INC. AND SUBSIDIARIES
Reconciliation of Non-GAAP Measures
For the three months ended December 31, 2004
(in thousands, except per share data)
(Unaudited)

	As Reported	Adjustments	Adjusted Results
Revenue:			
Software licenses	$ 22,064	$ 65(a)	$ 22,129
Maintenance and service	16,823	-	16,823
Total revenue	38,887	65	38,952
Cost of sales:			
Software licenses	1,162	-	1,162
Amortization of software and acquired technology	763	(635)(b)	128
Maintenance and service	3,788	-	3,788
Total cost of sales	5,713	(635)	5,078
Gross profit	33,174	700	33,874
Operating expenses:			
Selling and marketing	7,141	-	7,141
Research and development	6,840	-	6,840
Amortization	292	(292)(b)	-
General and administrative	4,032	-	4,032
Total operating expenses	18,305	(292)	18,013
Operating income	14,869	992	15,861
Other income	1,132	-	1,132
Income before income tax provision	16,001	992	16,993
Income tax provision	3,750	1,397(c)	5,147
Net income	$ 12,251	$ (405)	$ 11,846
Earnings per share - basic(d):			
Basic earnings per share	$ 0.39		$ 0.38
Weighted average shares - basic	31,315		31,315
Earnings per share - diluted(d):			
Diluted earnings per share	$ 0.36		$ 0.35
Weighted average shares - diluted	33,587		33,587

(a)   Amount represents the revenue not reported during the period as a result
        of the purchase accounting adjustment associated with EITF 01-3,
        "Accounting in a Business Combination for Deferred Revenue of an
        Acquiree."
(b)   Amount represents amortization expense associated with intangible assets
        acquired in business acquisitions, including amounts primarily related
        to acquired software, customer list and non-compete agreements.
(c)   Amount represents the income tax impact of the revenue and amortization
        expense adjustments referred to in (a) and (b) above, as well as the
        exclusion of a one-time tax benefit ($1,050) related to the resolution
        of outstanding governmental income tax audits.
(d)   The share data and earnings per share data in this press release give
        effect for the two-for-one stock split, applied retroactively, to all
        periods presented.

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                      ANSYS, INC. AND SUBSIDIARIES
                    Reconciliation of Non-GAAP Measures
                 For the three months ended December 31, 2003
                     (in thousands, except per share data)
                               (Unaudited)
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	As Reported	Adjustments	Adjusted Results
Revenue:			
Software licenses	$ 17,951	$ 545(a)	$ 18,496
Maintenance and service	15,303	-	15,303
Total revenue	33,254	545	33,799
Cost of sales:			
Software licenses	1,492	-	1,492
Amortization of software and acquired technology	726	(621)(b)	105
Maintenance and service	3,330	-	3,330
Total cost of sales	5,548	(621)	4,927
Gross profit	27,706	1,166	28,872
Operating expenses:			
Selling and marketing	7,523	-	7,523
Research and development	6,183	-	6,183
Amortization	281	(281)(b)	-
General and administrative	3,291	-	3,291
Total operating expenses	17,278	(281)	16,997
Operating income	10,428	1,447	11,875
Other income (expense)	(141)	-	(141)
Income before income tax provision	10,287	1,447	11,734
Income tax provision	3,086	506(c)	3,592
Net income	$ 7,201	$ 941	$ 8,142
Earnings per share - basic(d):			
Basic earnings per share	$ 0.24		$ 0.27
Weighted average shares - basic	30,478		30,478
Earnings per share - diluted(d):			
Diluted earnings per share	$ 0.22		$ 0.25
Weighted average shares - diluted	32,796		32,796

(a)   Amount represents the revenue not reported during the period as a result
        of the purchase accounting adjustment associated with EITF 01-3,
        "Accounting in a Business Combination for Deferred Revenue of an
        Acquiree."
(b)   Amount represents amortization expense associated with intangible assets
        acquired in business acquisitions, including amounts primarily related
        to acquired software, customer list and non-compete agreements.
(c)   Amount represents the income tax impact of the revenue and amortization
        expense adjustments referred to in (a) and (b) above.
(d)   The share data and earnings per share data in this press release give
        effect for the two-for-one stock split, applied retroactively, to all
        periods presented.

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                         ANSYS, INC. AND SUBSIDIARIES
                       Reconciliation of Non-GAAP Measures
                      For the twelve months ended December 31, 2004
                        (in thousands, except per share data)
                                    (Unaudited)


                                                                      Adjusted
                                      As Reported     Adjustments      Results
                                      ------------    ------------    ------------

Revenue:
   Software licenses              $      71,326   $       323(a)  $      71,649
   Maintenance and service               63,213           -               63,213

      Total revenue                      134,539          323             134,862

Cost of sales:
   Software licenses                      4,840           -                4,840
   Amortization of software and
    acquired technology                   3,030       (2,464)(b)             566
   Maintenance and service               13,437           -               13,437
      Total cost of sales                21,307       (2,464)             18,843

Gross profit                            113,232        2,787             116,019

Operating expenses:
   Selling and marketing                 24,984           -               24,984
   Research and development              26,281           -               26,281
   Amortization                           1,149       (1,149)(b)              -
   General and administrative            14,840           -               14,840
      Total operating expenses           67,254       (1,149)             66,105

Operating income                         45,978        3,936              49,914

Other income                              1,923           -                1,923

Income before income tax provision       47,901        3,936              51,837

Income tax provision                     13,334        2,427(c)           15,761

Net income                          $    34,567   $    1,509       $      36,076

Earnings per share - basic(d):
   Basic earnings per share         $      1.12                    $        1.17
   Weighted average shares
    - basic                              30,955                           30,955

Earnings per share - diluted(d):
   Diluted earnings per share       $      1.05                    $        1.09
   Weighted average shares
    - diluted                            32,978                           32,978
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(a)   Amount represents the revenue not reported during the period as a result
       of the purchase accounting adjustment associated with EITF 01-3,
       "Accounting in a Business Combination for Deferred Revenue of an
       Acquiree."
(b)   Amount represents amortization expense associated with intangible assets
       acquired in business acquisitions, including amounts primarily related
       to acquired software, customer list and non-compete agreements.
(c)   Amount represents the income tax impact of the revenue and amortization
       expense adjustments referred to in (a) and (b) above, as well as the
       exclusion of a one-time tax benefit ($1,050) related to the resolution
       of outstanding governmental income tax audits.
(d)   The share data and earnings per share data in this press release give
       effect for the two-for-one stock split, applied retroactively, to all
       periods presented.

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                           ANSYS, INC. AND SUBSIDIARIES
                         Reconciliation of Non-GAAP Measures
                        For the twelve months ended December 31, 2003
                           (in thousands, except per share data)
                                      (Unaudited)
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	As Reported	Adjustments	Adjusted Results
Revenue:			
Software licenses	$ 58,408	$ 3,000(a)	$ 61,408
Maintenance and service	55,127	-	55,127
Total revenue	113,535	3,000	116,535
Cost of sales:			
Software licenses	5,365	-	5,365
Amortization of software and acquired technology	3,028	(2,446)(b)	582
Maintenance and service	13,112	-	13,112
Total cost of sales	21,505	(2,446)	19,059
Gross profit	92,030	5,446	97,476
Operating expenses:			
Selling and marketing	24,777	-	24,777
Research and development	23,792	-	23,792
Amortization	1,055	(1,055)(b)	-
General and administrative	12,089	-	12,089
Total operating expenses	61,713	(1,055)	60,658
Operating income	30,317	6,501	36,818
Other income	357	-	357
Income before income tax provision	30,674	6,501	37,175
Income tax provision	9,361	2,275(c)	11,636
Net income	$ 21,313	$ 4,226	$ 25,539
Earnings per share - basic(d):			
Basic earnings per share	$ 0.71		$ 0.85
Weighted average shares - basic	29,916		29,916
Earnings per share - diluted(d):			
Diluted earnings per share	$ 0.67		$ 0.80
Weighted average shares - diluted	31,876		31,876

(a)   Amount represents the revenue not reported during the period as a result
        of the purchase accounting adjustment associated with EITF 01-3,
        "Accounting in a Business Combination for Deferred Revenue of an
        Acquiree."
(b)   Amount represents amortization expense associated with intangible assets
        acquired in business acquisitions, including amounts primarily related
        to acquired software, customer list and non-compete agreements.
(c)   Amount represents the income tax impact of the revenue and amortization
        expense adjustments referred to in (a) and (b) above.
(d)   The share data and earnings per share data in this press release give
        effect for the two-for-one stock split, applied retroactively, to all
        periods presented.

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                           ANSYS, INC. AND SUBSIDIARIES
                        Condensed Consolidated Balance Sheets
                                  (in thousands)
                                   (Unaudited)


                                               December 31,   December 31,
                                                   2004           2003
                                               ------------   ------------

ASSETS:

Cash & short-term investments                  $    138,446   $     83,014
Accounts receivable, net                             18,792         20,028
Other assets                                         82,408         77,517

    Total assets                               $    239,646   $    180,559

LIABILITIES & STOCKHOLDERS' EQUITY:

Deferred revenue                               $     43,906   $     37,874
Other liabilities                                    20,271         15,611
Stockholders' equity                                175,469        127,074

    Total liabilities & stockholders' equity   $    239,646   $    180,559


SOURCE  ANSYS, Inc.
    -0-                             02/15/2005
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