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# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer s | subject to |
|-------------------------------|------------|
| Section 16. Form 4 or Form    |            |
| obligations may continue. S   |            |
| 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

### OMB APPROVAL OMB Number: 3235-0287

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|------------------------|-----|
| hours per response:    | 0.5 |
|                        |     |

| 1. Nume and Address of Reporting reison |         |          | 2. Issuer Name and Ticker or Trading Symbol ANSYS INC [ ANSS ] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |                                     |                          |  |  |
|---|---------|----------|--|---|-------------------------------------|--------------------------|--|--|
|   |         |          |  | X   | Director                            | 10% Owner                |  |  |
| (Last)<br>SOUTHPOINTE                   |         | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>11/14/2012 |   | Officer (give title below)          | Other (specify<br>below) |  |  |
| 275 TECHNOLOGY DR                       |         |          | 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 Report            | ting Person              |  |  |
| CANONSBURG                              | PA      | 15317    |  |   | Form filed by More than 0<br>Person | One Reporting            |  |  |
| (City)                                  | (State) | (Zip)    |  |   |                                     |                          |  |  |

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

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr. |  |        |               |                   | Securities<br>Beneficially         | Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|-----------------------------|--|--------|---------------|-------------------|------------------------------------|---|---|
|                                 |  |   | Code V                      |  | Amount | (A) or<br>(D) | Price             | Transaction(s)<br>(Instr. 3 and 4) |   |   |
| Common Stock <sup>(1)</sup>     | 11/14/2012                                 |   | Α                           |  | 1,400  | Α             | \$ <mark>0</mark> | <b>3,323</b> <sup>(2)</sup>        | D   |   |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |          | Expiration Date Amount of<br>Month/Day/Year) Securities |                    | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s<br>(Instr. 4) | derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) |  | Ownership |  |
|---|---|--|---|------------------------------|---|--|----------|---|--------------------|--|--|--|--|-----------|--|
|   |   |  |   | Code                         | v | (A)  | ,<br>(D) | Date<br>Exercisable                                     | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares   |  |  |           |  |

#### Explanation of Responses:

1. Represents Deferred Stock Units ("DSUs") issued under the Fourth Amended and Restated ANSYS, Inc. 1996 Stock Option and Grant Plan in accordance with the 12/31/11 annual grant election of the Chairman and non-affiliated independent directors. Each DSU is settled solely for one share of Common Stock upon termination of services as a Director. The grant of 523 DSUs is made in arrears and is fully vested at grant date.

2. Includes 3,323 Deferred Stock Units

## Annette Arribas, Attorney-in-

11/16/2012

Date

\*\* Signature of Reporting Person

Fact

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.