FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287 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. <i>See</i> Instruction 1(b). |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| | | | or Section So(n) of the investment Company Act of 1940 | | | | | | |
|--|---------|-------|--|---|---|-----------------------|--|--|--|
| 1. Name and Address of Reporting Person [*] HOVSEPIAN RONALD W | | | 2. Issuer Name and Ticker or Trading Symbol ANSYS INC [ANSS] | | 5. Relationship of Reporting Person(s) to Issu (Check all applicable) X Director 10% Owne | | | | |
| (Last) | | | 3. Date of Earliest Transaction (Month/Day/Year) 05/12/2023 | | | Other (specify below) | | | |
| 2600 ANSYS DRIVE SOUTHPOINTE | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| | | | | X | orting Person | | | | |
| (Street) CANONSBURG PA 15317 | | 15317 | | | Form filed by More that Person | n One Reporting | | | |
| | | | Rule 10b5-1(c) Transaction Indication | | | | | | |
| (City) | (State) | (Zip) | Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | | | | | | |

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 Disposed Of 5) | | | 5. Amount of Securities Beneficially Owned Following | 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 | Reported Transaction(s) (Instr. 3 and 4) | | |
| Common Stock | 05/12/2023 | | А | | 967(1) | A | \$0 | 33,609 ⁽²⁾ | D | |
| Common Stock | 05/12/2023 | | F | | 40 | D | \$297.49 | 33,569 ⁽²⁾ | 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. Transac Code (Ir 8) | | 5. Numl of Deriv Secu Acqu (A) o Dispo of (D) (Instr and 5 | vative rities lired r osed) r. 3, 4 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | Amount of Securities | | 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 | | | | |

Explanation of Responses:

1. Represents Restricted Stock Units ("RSUs"). The grant of RSUs shall become vested in full on the date that is the earlier of the one-year anniversary of the Grant Date specified above; or the date of the Company's next regular annual meeting of stockholders which occurs after the Grant Date specified above. Each RSU is settled solely for one share of Common Stock, subject in each case to the Grantee's continued service as a member of the Board of Directors of the Company through such date.

2. Includes 21,523 Deferred Stock Units and 967 Restricted Stock Units.

Remarks:

05/16/2023 Janet Lee, Attorney-in-Fact

** 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.