П

## 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

### OMB APPROVAL OMB Number: 3235-0287

|                        | 0200 0201 |
|------------------------|-----------|
| Estimated average burd | en        |
| hours per response:    | 0.5       |
|                        |           |

| 1. Nume and Address of Reporting reison |         |       | 2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>ANSYS INC</u> [ ANSS ] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner |  |                       |  |  |  |
|---|---------|-------|--|--|--|-----------------------|--|--|--|
| (Last)<br>2600 ANSYS DF                 |         |       | 3. Date of Earliest Transaction (Month/Day/Year)<br>06/28/2019               | х  | Director<br>Officer (give title<br>below)<br>VP. Design & Pla                  | Other (specify below) |  |  |  |
| (Street)<br>CANONSBURG                  |         | 15317 | 4. If Amendment, Date of Original Filed (Month/Day/Year)                     | 6. Indiv<br>Line)<br>X   | idual or Joint/Group Filin<br>Form filed by One Rep<br>Form filed by More that | orting Person         |  |  |  |
| (City)                                  | (State) | (Zip) |  |  | Person   |                       |  |  |  |

#### 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) |      |   | 4. Securities A<br>Disposed Of ( |               | 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | (D) or Indirect | 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)  |                 | (11311 4)   |
| Common Stock                    | 06/28/2019                                 |   | F    |   | 598 <sup>(1)</sup>               | D             | \$204.82    | 24,293 <sup>(2)</sup>   | D               |   |

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

|   | *   | 3  | 3   |                              |   |  |   |                     |                    | 3   |  |   | 3  |  |  |
|---|---|--|---|------------------------------|---|--|---|---------------------|--------------------|---|--|---|--|--|--|
| 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) |   | of<br>Deriv<br>Secu<br>Acqu<br>(A) or<br>Dispo<br>of (D)<br>(Instr | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |                     | ate                | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)<br>9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|   |   |  |   | Code                         | v | (A)  | (D)   | Date<br>Exercisable | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |

### **Explanation of Responses:**

1. Shares withheld for payment of taxes in connection with the vesting of time-based Restricted Stock Units.

2. Includes 16,868 Restricted Stock Units

#### **Remarks:**

Janet Lee, Attorney-in-Fact

07/01/2019

\*\* 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.