FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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| | OMB AF |

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

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

| 1. Name ar Emswi | 2. Issuer Name and Ticker or Trading Symbol ANSYS INC [ANSS] | | | | | | | | | Check | all app Direc | ionship of Reportir all applicable) Director Officer (give title | | 10% O | | | | | |
|--|---|--|---|----------|---|---|---|---|--|-------|--------------------|---|---|---|--|---|---|--|--|
| (Last) | (Fir | est) (f | Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 06/03/2024 | | | | | | | | | V | below) | | pelow) Products | | specify |
| 2600 ANSYS DRIVE | | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| (Street) CANONSBURG PA 15317 | | | | | | Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | | | | | | | | |
| (City) (State) (Zip) | | | | | Rule 10b5-1(c) Transaction Indication 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 - No | n-Deriva | | | | | | | posed of | | | | | ed | | | |
| 1. Title of Security (Instr. 3) 2. Transacti Date (Month/Day. | | | | | on 2A. Deemed Execution Date, | | | 3. 4. Securities Acquire Transaction Code (Instr. 8) 4. Securities 5) | | | red (A) o | | 5. Amo Securit Benefic | Amount of curities neficially ned Following | | m: Direct or Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | | | Code | v | Amount | (A) o | r Price | | | nsaction(s) str. 3 and 4) | | | (Instr. 4) |
| Common | Stock | | | 06/03/2 | 024 | | | | F | | 354(1) | D | \$314 | 4.75 | 34,081 ⁽²⁾ D | | | | |
| Common | Stock | | | | | | | | | | | | | 13,305 I | | | | Held by Trust | |
| | | Tal | ole II | | | | | | | | osed of, convertib | | | | Owne | d | | | |
| 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. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exerc Expiration D (Month/Day/ | | ate | 7. Title Amou Secur Under Deriva Secur 3 and | nt of ities lying ative ity (Instr. | Der Sec (Ins | Price of erivative ecurity estr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | y | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | | v | (A) | (D) | Date Exercis | sable | Expiration Date | Title | Amount or Number of Shares | | | | | | |

Explanation of Responses:

- 1. Shares withheld for payment of taxes in connection with the vesting of time-based RSUs.
- 2. Amount includes 28,893 RSUs.

Remarks:

06/04/2024 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.