SEC Form 4

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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 Estimated average burden

Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person [*] <u>SMITH JOHN F</u>			2. Issuer Name and Ticker or Trading Symbol <u>ANSYS INC</u> [ANSS]		tionship of Reporting Per all applicable) Director	rson(s) to Issuer 10% Owner
(Last)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/25/2003		Officer (give title below)	Other (specify below)
275 TECHNOLOGY DRIVE			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	g (Check Applicable	
(Street)				X	Form filed by One Rep	orting Person
CANONSBURG	G PA	15317			Form filed by More tha Person	n One Reporting
(City)	(State)	(Zip)				

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 Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock	08/22/2003		М		5,000	A	\$6.475	9,000	D			
Common Stock	08/22/2003		М		2,500	A	\$6.25	11,500	D			
Common Stock	08/22/2003		М		3,000	A	\$8.625	14,500	D			
Common Stock	08/22/2003		М		1,500	A	\$10	16,000	D			
Common Stock	08/22/2003		М		1,500	A	\$14.084	17,500	D			
Common Sock	08/22/2003		S		13,500	D	\$37.21	4,000	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. Transa Code (8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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				
Options to purchase	\$6.475	08/22/2003		М			6,583	05/14/1997 ⁽¹⁾	05/14/2007	Common Stock	6,583	\$6.475	6,583	D	
Options to purchase	\$6.25	08/22/2003		М			2,483	09/21/1998 ⁽²⁾	09/21/2008	Common Stock	2,483	\$6.25	9,066	D	
Options to purchase	\$8.625	08/22/2003		м			3,017	05/12/1999 ⁽³⁾	05/12/2009	Common Stock	3,017	\$8.625	12,083	D	
Options to purchase	\$10	08/22/2003		М			4,500	05/09/2000 ⁽⁴⁾	05/09/2010	Common Stock	4,500	\$10	16,583	D	
Options to purchase	\$14.084	08/22/2003		М			7,500	05/09/2001 ⁽⁵⁾	05/09/2011	Common Stock	7,500	\$14.084	24,083	D	

Explanation of Responses:

1. The option grant of 11,583 shares vests in four equal annual installments beginning on May 14, 1997

2. The option grant of 4,983 shares vests in four equal annual installments beginning on September 21, 1998

3. The option grant of 12,000 shares vests in four equal annual installments beginning on May 12,1999

4. The option grant of 12,000 shares vests in four equal annual installments beginning on May 9, 2000

5. The option grant of 12,000 shares vests in four equal annual installments beginning on May 9, 2001

by Maria T. Shields, attorney in <u>08/26/2003</u>

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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.