FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

|   | OMB APPRO              | VAL       |
|---|------------------------|-----------|
|   | OMB Number:            | 3235-0287 |
| l | Estimated average burd | en        |
| l | hours per response:    | 0.5       |

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

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

|   | nd Address of  |  | 2. Issuer Name and Ticker or Trading Symbol ANSYS INC [ ANSS ] |       |  |   |   |       |       |                                  |                         |  |   | k all appli<br>Directo   | ctor               |                                    | 10% O  | wner  |   |  |   |
|---|--|--|--|-------|--|---|---|-------|-------|----------------------------------|-------------------------|--|---|--|--------------------|------------------------------------|--|---|---|--|---|
| (Last) SOUTHI                                       | (F<br>POINTE<br>HNOLOG   |  | 3. Date of Earliest Transaction (Month/Day/Year) 05/10/2005    |       |  |   |   |       |       |                                  |                         |  |   | Officer<br>below)  | (give title<br>Cha | Other (:<br>below)                 | specify                                      |   |   |  |   |
| (Street) CANON (City)                               |  | - 4. If                                    | 4. If Amendment, Date of Original Filed (Month/Day/Year)       |       |  |   |   |       |       |                                  |                         |  |   | Individual or Joint/Group Filing (Check Applicable e)  X Form filed by One Reporting Person Form filed by More than One Reporting Person |                    |                                    |  |   |   |  |   |
|   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |  |       |  |   |   |       |       |                                  |                         |  |   |  |                    |                                    |  |   |   |  |   |
|   |  |  |  |       | 2. Transaction<br>Date<br>(Month/Day/Year) |   | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Yea |       |       | 3.<br>Transac<br>Code (I<br>8)   |                         | 4. Securities Acquired (A)<br>Disposed Of (D) (Instr. 3, 4<br>5) |   |  |                    | 4 and Securiti<br>Benefic<br>Owned |  | es<br>ally<br>Following   | 6. Ownership<br>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              | •                                  | Reported Transaction(s) (Instr. 3 and 4)     |   |   |  | (111501.4)  |
| Common  | 05/10  | 0/2005                                     | 005  |       |  | M |   | 3,500 | )     | <b>A</b> <sup>(1)</sup>          | \$1                     | .2   | 49,   | 892  |                    | D                                  |  |   |   |  |   |
| Common  | Stock  | 0/2005                                     | 2005   |       |  |   | S   |       | 3,500 | )                                | <b>D</b> <sup>(1)</sup> | (1) (2   |   | 46,392   |                    | D                                  |  |   |   |  |   |
| Common Stock 05/10/                                 |  |  |  |       |  |   |   |       |       | M                                |                         | 3,500  | 0 A <sup>(1)</sup>  |  | \$1                | .2                                 | 49,892                                       |   | D   |  |   |
|   |  | 7  | Table II -   |       |  |   |   |       |       |                                  |                         | osed of<br>onverti   |   |  |                    |                                    | wned   |   |   |  |   |
| 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. Deem<br>Execution<br>if any<br>(Month/Da                   | Date, | 4.<br>Transactior<br>Code (Instr.<br>8)    |   |   |       | Ex    | Date Exc<br>piration<br>lonth/Da | Date                    |  | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Secur<br>(Instr. 3 and 4) |  |                    | D<br>S<br>(I                       | Price of<br>erivative<br>ecurity<br>nstr. 5) | 9. Number<br>derivative<br>Securities<br>Beneficial<br>Owned<br>Following<br>Reported<br>Transactic<br>(Instr. 4) | e<br>s<br>ally<br>g   | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4)                             |
|   |  |  |  |       | Code                                       | v | (A)   |       |       |                                  |                         | xpiration<br>ate   | Title   | Am<br>or<br>Nur<br>of<br>Title Sha   |                    | r                                  |  |   |   |  |   |
| Options to<br>Purchase                              | \$1.2  | 05/10/2005                                 |  |       | M  |   |   | 3,500 |       | (3)                              | 0                       | 2/28/2006  |   | nmon<br>ock  | 3,500              |                                    | \$1.2  | 80,500  | )   | D  |   |
| Options to  | \$1.2  | 05/10/2005                                 |  |       | м  |   |   | 3 500 |       | (3)                              |                         | 2/28/2006  | Con   | nmon   | 3 500              |                                    | \$1.2  | 77.000  | )   | D  |   |

## Explanation of Responses:

- 1. Pursuant to 10b5-1 plan currently in place.
- 2. The trade was executed in a series of transactions with a price range of \$32.97 to \$33.73, with a weighted average price of \$33.38.
- 3. The option grant of 271,720 shares vests in four equal installments beginning on 02/29/97.

Lisa M. O'Connor, Attorney-

05/12/2005

n-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.

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