FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| 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. See Instruction 1(b).

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

| | | | | | | | | 3() | vcoa | | ompany Act o | . 20 .0 | | | | | | | | |
|---|---|---------------------------|---|--------|--|---|---|-----------------------|---|---|---|-------------------------|--------------------------------------|---|--|---|---|---|--|--|
| 1. Name and Address of Reporting Person* CASHMAN JAMES E III | | | | | | 2. Issuer Name and Ticker or Trading Symbol ANSYS INC [ANSS] | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
| (Last) 2600 ANS | SYS DRIV | (First) (Middle) YS DRIVE | | | | 3. Date of Earliest Transaction (Month/Day/Year) 03/29/2016 | | | | | | | | | X Director 10% Owner X Officer (give title Other (specify below) President and CEO | | | | | |
| (Street) CANONSBURG PA 15367 | | | | | 4. | Line) X Form filed by | | | | | | | | | | t/Group Filing (Check Applicable by One Reporting Person by More than One Reporting | | | | |
| (City) | (\$ | State) | (Zip) | | | | | | | | | | | | | | | | | |
| | | Та | ble I - N | on-Dei | rivativ | ve Se | curi | ities Ac | quire | d, Di | sposed of | , or Ber | neficia | lly Owned | | | | | | |
| Date | | | | | ansaction hth/Day/Year) | | 2A. Deemed Execution Date, ar) if any (Month/Day/Year) | | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and | | | Beneficially Owned Following | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction (Instr. 3 and | (s) (4) | | | nstr. 4) | | |
| Common Stock 03/29/20 | | | | | | 5 | | | M ⁽¹⁾ | | 31,562 | A ⁽¹⁾ | \$24.01 | 385,72 | 5 ⁽²⁾ | D | | | | |
| Common Stock 03/29/20 | | | | | | 016 | | | S ⁽¹⁾ | | 31,562 | D ⁽¹⁾ | (3) | 354,16 | 3 ⁽²⁾ | D | | | | |
| Common Stock 03/30/20 | | | | | | 5 | | | M ⁽¹⁾ | M ⁽¹⁾ 5,474 A ⁽¹⁾ \$24.01 359 | | 359,63 | B7 ⁽²⁾ D | | | | | | | |
| Common Stock 03/30/20 | | | | | 0/2016 | 5 | | | S ⁽¹⁾ | | 5,474 | D ⁽¹⁾ | (4) | 354,16 | 3 ⁽²⁾ | D | | | | |
| Common Stock | | | | | | | | | | | | | | 64,50 | 0 | I | s i l | Reflects hares held n a family imited artnership. | | |
| | | | Table II | | | | | - | - | | oosed of, convertib | | | y Owned | | | | | | |
| Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | | 3A. Deemed Execution Date, if any (Month/Day/Year) | | 4. Transaction Code (Instr 8) | | | | Expira | te Exer ation D th/Day/ | | | ties Ig e Securit | Derivative Security | 9. Num derivati Securit Benefic Owned Followi Reporte Transa | ive ties cially ing ed | 10. Ownersh Form: Direct (D or Indirec (I) (Instr. | Beneficial (D) Ownership rect (Instr. 4) | | |
| | | | | | Code | v | (A) | (D) | Date Exerc | isable | Expiration Date | Title | Amour or Numbe of Shares | er | (Instr. 4 | | | | | |
| Option To Purchase | \$24.01 | 03/29/2016 | | | M ⁽¹⁾ | | | 31,562 ⁽¹⁾ | (| 5) | 11/20/2016 | Common Stock | 31,56 | 2 \$0 | 5,4 | 174 | D | | | |
| Option To | \$24.01 | 03/30/2016 | | | M ⁽¹⁾ | | 5,474 ⁽¹⁾ | | (| 5) | 11/20/2016 | /20/2016 Common | | 1 \$0 | | 0 D | | | | |

Explanation of Responses:

- 1. Pursuant to a 10b5-1 plan currently in place.
- 2. Includes 65,250 Restricted Stock Units
- 3. The trade was executed in a series of transactions with a price range of \$89.00 to \$89.065, inclusive, with a weighted average price of \$89.017836. The reporting person undertakes to provide to ANSYS, Inc., any security holder of ANSYS, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- 4. The trade was executed in a series of transactions with a price range of \$88.09 to \$89.13 inclusive, with a weighted average price of \$88.913078. The reporting person undertakes to provide to ANSYS, Inc., any security holder of ANSYS, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

5. The option grant of 140,000 shares granted on 11/20/2006 vests 25% annually in equal installments beginning on the first anniversary of the grant.

Remarks:

Colleen Zak Hess, Attorney-in-Fact

03/31/2016

** 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.