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

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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 and Address of Reporting Person* CASHMAN JAMES E III							2. Issuer Name and Ticker or Trading Symbol ANSYS INC [ANSS]											of Reporting Pers cable)		on(s) to Issuer		
																X X					· I	
(Last) (First) (Middle) SOUTHPOINTE						3. Date of Earliest Transaction (Month/Day/Year) 03/12/2012											below)	r (give title) President and		Other (s below)	вреспу 	
275 TECHNOLOGY DRIVE																						
(Street)						4. If Amendment, Date of Original Filed (Month/Day/Year)											6. Individual or Joint/Group Filing (Check Applicable Line)					
CANONSBURG PA 15317																X Form filed by One Reporting Person					n	
					-											Form filed by More than One Reporting Person						
(City)	(S	tate)	(Zip)																			
		Tak	ole I - Nor	n-Deriv	/ativ	e Se	curit	ties Ac	quir	red, D	Disp	osed o	of, or	r Ber	nefici	ally	Owned					
Da					2. Transaction Date (Month/Day/Year)			2A. Deemed Execution Date, if any (Month/Day/Year)			tion str.					4 and Securitie Benefici		es ally Following	Form (D) o	n: Direct r Indirect istr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
										Code	v	Amount	Amount (A		Pric	е	Transact (Instr. 3	ion(s)			(111341. 4)	
Common Stock 03						12				M		25,00	00	A	\$9	.28	340	,535		D		
Common Stock 0					03/12/2012					S		25,000		D		1)	315	,535		D		
Common Stock 03.					3/2012					М		15,00	00	A	\$9	9.28 33		0,535		D		
Common Stock 03/13						12				S		15,00	00	D	(2)		315,535			D		
		-	Table II -														wned			<u> </u>		
						call	-				_	onverti	1									
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution I if any (Month/Day	Date,	4. Transa Code (8)		of Deri Sec Acq (A) (Disp of (I	umber vative urities uired or oosed O) (Instr. and 5)	Expi	ate Exe iration I nth/Day	Date		of So Undo Deri	7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	ly I	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	de V	(A)	(D)	Date Exer	e rcisable		xpiration ate	Title		Amou or Number of Shares	mber						
Option to Purchase	\$9.28	03/12/2012			M			25,000		(3)	0	2/05/2014		nmon ock	25,00	0	\$0.0	225,00	00	D		
Option to		00/10/10/15								(2)	1		Com	ımon	15.00		40			_		

Explanation of Responses

\$9.28

1. The trade was executed in a series of transactions with a price range of \$63.03 to \$63.30, inclusive, with a weighted average price of \$63.128918. 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.

15,000

(3)

- 2. The trade was executed in a series of transactions with a price range of \$64.00 to \$64.06, inclusive, with a weighted average price of \$64.014925. 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.
- $3. \ The option \ grant of \ 300,000 \ shares \ granted \ on \ 02/05/2004 \ vests \ 25\% \ annually \ in equal \ installments \ beginning \ on \ the \ first \ anniversary \ of \ the \ grant.$

Sheila S. DiNardo, Attorney-in- 03/14/2012 Fact

** Signature of Reporting Person

15,000

02/05/2014

Date

210.000

D

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).

03/13/2012

** 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.