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	STATEMENT OF CHANGE
Instruction 1(b).	Filed pursuant to Section 16(a or Section 30(h) of the

ES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
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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 and Address of Reporting Person*  MORLEY BRADFORD C						2. Issuer Name and Ticker or Trading Symbol ANSYS INC [ ANSS ]									ationship o all applio Directo	cable)	g Pers	on(s) to Iss 10% Ov					
(Last) SOUTH	POINTE	,	(Middle)			Date o		iest Trans	saction (N	Month	/Day/Year)			Officer below)	(give title		Other (s below)	specify					
2/5 IEC	HNOLOG	Y DRIVE	DRIVE					4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) CANONSBURG PA 15317					_								X Form filed by One Reporting Person  Form filed by More than One Reporting  Person										
(City)	(S	tate)	(Zip)																				
		Tak	le I - No	n-Deri	vativ	e Se	curit	ties Ac	quired	, Di	sposed o	f, or Be	nefici	ally	Owned								
Da			Date	2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		Disposed	4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4				es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership					
				Code	v			Amount	(A) or (D) Pri			Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)							
Common Stock			02/28	2/28/2011				M		12,000	) A	\$7.1	025	14	375		D						
Common Stock			02/28	28/2011				S		12,000	) D	\$56	.55	2,	375	75 D							
Common Stock 02				02/28	3/2011				M		14,000	) A	\$6.4	338	16,	5,375		D					
Common	mmon Stock 02/28/2				3/2011	2011					14,000	D	\$56	\$56.55		2,375		D					
		-	Table II -								osed of,				wned								
Derivative Conversion Date		3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	Date, Transa Code (		ction	5. Number of		•	Exerci	sable and te	7. Title ar of Securi Underlyii Derivativ	7. Title and Amour of Securities Underlying Derivative Securit (Instr. 3 and 4)		Price of erivative ecurity nstr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	E C S F Illy D O (I	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
					Code	v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	Amour or Number of Shares	er									
Option To Purchase	\$7.1025	02/28/2011			M		12,000		(1)	05/15/20		Common Stock 1		0	\$0.00		0 D						
Option To	\$6.4338	02/28/2011			М			14,000	(2)		05/16/2012	Common	14,00	.000 \$0.00		0		D					

### **Explanation of Responses:**

Purchase

- 1. The option grant of 48,000 shares granted on 05/15/2003 vests 25% annually in equal installments beginning on the first anniversary of the grant.
- 2. The option grant of 48,000 shares granted on 05/16/2002 vests 25% annually in equal installments beginning on the first anniversary of the grant.

Annette Arribas, Attorney-in-

03/01/2011

**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.

## **LIMITED POWER OF ATTORNEY FOR**

### ANSYS, INC.

### **SECTION 16(a) FILINGS**

Known all men by these presents that the undersigned hereby constitutes and appoints each of James E. Cashman III, Sheila DiNardo, Maria T. Shields, Colleen Zak Hess, or Annette Arribas signing singly, the undersigned's true and lawful attorney-in-fact to:

- execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or stockholder of ANSYS, Inc.
   (the "Company"), Forms 3, 4, and 5 and amendments thereto in accordance with Section 16(a) of the Securities Exchange Act of
   1934 and the rules thereunder:
- 2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form. 3, 4, or 5 or amendment thereto and timely file such form with the United States Securities and Exchange Commission (the "SEC") and any stock exchange or similar authority; and
- 3. take any other action of any type whatsoever which, in the opinion of such attorney-in-fact, may be necessary or desirable in connection with the foregoing authority, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with, respect to the undersigned's holdings of and transactions in securities of the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-infact. This Power of Attorney maybe filed with the SEC as a confirming statement of the authority granted herein.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 30<sup>th</sup> day of November, 2010.

/s/ Bradford C. Morley\_\_\_\_

Bradford C. Morley