

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

SCHEDULE 14A

(RULE 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No.)**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to Section § 240.14a-12

ANSYS, INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

Your Vote Counts!

ANSYS, INC.

2021 Annual Meeting

Annual Meeting Date: May 14, 2021

Time: 11:30 AM ET

Location: www.virtualshareholdermeeting.com/anss2021

Vote by May 13, 2021 11:59 PM ET



ANSYS, INC.
2600 ANSYS DRIVE
CANONSBURG, PA 15317



D45034-P54555

You invested in ANSYS, INC. and it's time to vote!

Important Notice Regarding the Availability of Proxy Materials for the Stockholder Meeting to be Held on May 14, 2021.

You have the right to vote on proposals being presented at the 2021 Annual Meeting.

Get informed before you vote

View the Notice, Proxy Statement, and 2020 Annual Report online at www.ProxyVote.com OR you can receive a free paper or email copy of the material(s) by requesting prior to April 30, 2021. If you would like to request a paper or email copy of the material(s) for this and/or future stockholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. You will not otherwise receive a paper or email copy. If sending an email, please include your control number (indicated below) in the subject line. Requests, instructions and other inquiries sent to this email address will NOT be forwarded to your investment advisor.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and
vote without entering a
control number



Vote Electronically During the Meeting*

May 14, 2021
11:30 AM ET

Electronically at:
www.virtualshareholdermeeting.com/anss2021

Vote By Mail or Phone: You can vote by mail or phone by requesting a paper copy of the materials, which will include a proxy card. The proxy card will also provide instructions to vote the shares via phone.

*Please check the meeting materials for any special requirements for meeting attendance.

THIS IS NOT A VOTABLE BALLOT

You cannot use this Notice to vote your shares. This communication presents only an overview of the more complete proxy materials that are available to you on the internet or by mail. You may view the proxy materials online at www.ProxyVote.com or easily request a paper or email copy (see reverse). We encourage you to access and review all of the important information contained in the proxy materials before voting.

Voting Items	Board Recommends
1. Election of Three Class I Directors for Three-Year Terms Nominees: 1a. Jim Frankola	<input checked="" type="checkbox"/> For
1b. Alec D. Gallimore	<input checked="" type="checkbox"/> For
1c. Ronald W. Hovsepian	<input checked="" type="checkbox"/> For
2. Ratification of the Selection of Deloitte & Touche LLP as the Company's Independent Registered Public Accounting Firm for Fiscal Year 2021.	<input checked="" type="checkbox"/> For
3. Approval of the ANSYS, Inc. 2021 Equity and Incentive Compensation Plan.	<input checked="" type="checkbox"/> For
4. Advisory Approval of the Compensation of Our Named Executive Officers.	<input checked="" type="checkbox"/> For
5. Stockholder Proposal Requesting the Adoption of a Simple Majority Voting Provision, if Properly Presented.	<input checked="" type="checkbox"/> Against

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Sign up for E-delivery".