SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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MORBY JACQUELINE C ANSYS INC [ANSS] (Check all applicable) MORBY JACQUELINE C ANSYS INC [ANSS] (Check all applicable) (Last) (First) (Middle) SOUTHPOINTE 3. Date of Earliest Transaction (Month/Day/Year) Officer (give title below) 275 TECHNOLOGY DRIVE 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable)					
(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) below) below) below) SOUTHPOINTE 275 TECHNOLOGY DRIVE 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Application)					
4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Ap	SOUTHPOINTE	(Middle)	TE 08/19/2008		
	275 TECHNOLOGY DRIVE			6. Individual or Joint/Group Filing (Check Applicable	
	,			X Form filed by One Reporting Person Form filed by More than One Reporting	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 ar de (Instr.				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	08/19/2008		М		12,000	Α	\$7.1025	125,000	D	
Common Stock	08/19/2008		М		24,000	Α	\$9.4703	149,000	D	
Common Stock	08/19/2008		М		8,000	Α	\$16.285	157,000	D	
Common Stock	08/19/2008		S		2,000	D	\$45.75	155,000	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, ontions, convertible securities)

(e.g., puis, cans, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code 8)		on of		Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Options to Purchase	\$7.1025	08/19/2008		м			12,000	(1)	05/15/2013	Common Stock	12,000	\$0.00	0	D	
Options to Purchase	\$9.4703	08/19/2008		м			24,000	(1)	05/13/2014	Common Stock	24,000	\$0.00	0	D	
Options to Purchase	\$16.285	08/19/2008		М			8,000	(2)	05/17/2015	Common Stock	8,000	\$0.00	6,000	D	

Explanation of Responses:

1. The option grant of 48,000 shares vests 25% annually in equal installments beginning on the first anniversary of the grant date.

2. The option grant of 24,000 shares vests 25% annually in equal installments beginning on the first anniversary of the grant date.

James E. Cashman III, Attorney-in-Fact

08/21/2008

Date

** Signature of Reporting Person

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.