

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>MORBY JACQUELINE C</u> (Last) (First) (Middle) <u>125 HIGH STREET</u> <u>SUITE 2500</u> (Street) <u>BOSTON MA 02110</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ANSYS INC [ANSS]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/11/2004</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock								6,500	D	
Common Stock	08/11/2004		M		9,000	A	\$14.084	15,500	D	
Common Stock	08/11/2004		M		6,000	A	\$25.375	21,500	D	
Common Stock	08/11/2004		S		3,000	D	\$44.4036	18,500	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, 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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and 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					
Options to Purchase	\$14.084	08/11/2004		M		9,000		(1)	05/09/2011	Common 9,000	\$14.084	3,000	D	
Options to Purchase	\$25.735	08/11/2004		M		6,000		(2)	05/16/2012	Common 6,000	\$25.735	6,000	D	
Options to Purchase	\$28.41							(3)	05/15/2013	Common 12,000		12,000	D	
Options to Purchase	\$37.881							(4)	05/13/2014	Common 12,000		12,000	D	

Explanation of Responses:

- The option grant of 12,000 shares vests 25% on the first anniversary of the grant date and continue to vest 25% each year thereafter until 5/9/05.
- The option grant of 12,000 shares vests 25% on the first anniversary of the grant date and continue to vest 25% each year thereafter until 5/16/06.
- The option grant of 12,000 shares vests 25% on the first anniversary of the grant date and continue to vest 25% each year thereafter until 5/15/07.
- The option grant of 12,000 shares vests 25% on the first anniversary of the grant date and continue to vest 25% each year thereafter until 5/13/08.

Jacqueline C. Morby 08/13/2004

By: Thomas P. Alber, Attorney-in-Fact 08/13/2004

** 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.