FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.	.C. 20549
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Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
Section 16. Form 4 of Form 5	
obligations may continue. See	
Instruction 1(h)	Filed pursuant to Section 16(a) of the Securities Eychange Act of 1934

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

11. Nature of Indirect

			(WOTHIT/Day/1	(Month/Day/Year)	Code V		Amount	(A) or	Price	Owned Following Reported Transaction(s)	(I) (Instr. 4)	Ownership (Instr. 4)		
Date		2. Transaction Date (Month/Day/Y	Execution Date,			4. Securities Disposed Of (5)			5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial			
		Table I - No	n-Derivativ	e Securities Acqu	uired,	Disp	osed of, c	r Ben	eficially	Owned				
(City)	(State)	(Zip)								r ersorr				
CANONSBURG PA 15317									Form filed by More than One Reporting Person					
(Street)	LIDC DA	4.	. II Amendment, Date of t	Original	riieu	(Montin/Day/ 10	Line)							
275 TECHN	NOLOGY DRIVE			. If Amendment, Date of (Original	Filod	(Month/Dov/V	201	6 Indi	vidual or laint/Crau	n Filing (Chook)	Annlinable		
SOUTHPOI	INTE	30	08/14/2009						Chairman					
(Last)	(First)	(Middle)		Date of Earliest Transaction (Month/Day/Year)						Officer (give title below)	Other (specify below)			
1. Name and Address of Reporting Person* SMITH PETER J				. Issuer Name and Ticke ANSYS INC [AN		ding S	ymbol		(Check all applicable)					
1. Name and A	Address of Reporting I		or Section 30(h) of the Inv			. ,	5. Rel	Relationship of Reporting Person(s) to Issuer						
mstruction	I(D).			rsuant to Section 16(a) o					34	<u> </u>				

(e.g., puts, calls, warrants, options, convertible securities)

5. Number

6. Date Exercisable and Expiration Date

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Iransaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Options to Purchase	\$36.68	08/14/2009		A		4,000		(1)	08/14/2016	Common Stock	4,000	\$0	4,000	D	

Explanation of Responses:

2. Conversion

1. Title of

1. Represents options issued under the Third Amended and Restated ANSYS, Inc. 1996 Stock Option and Grant Plan in accordance with the 12/31/08 annual grant election of the Chairman and non-affiliated independent directors. The grant of 4,000 stock options is made quarterly in arrears and vests 25% annually in equal installments beginning on the first anniversary of the grant date.

Colleen Zak Hess, Attorney-in- 08/20/2009

Fact

7. Title and

8. Price of

9. Number of

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

3A. Deemed

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

3. Transaction Date

** 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.