FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

0549		OMB APPROVAL			
		OMP North and	2025 200		

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

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

(Last)	OLOGY DR	05/15	Date of Earliest Tra 5/15/2012 If Amendment, Date			ay/Year)		Officer (give title below)	below	(specify				
SOUTHI 275 TEC (Street) CANON	NTE DLOGY DR JRG PA 15317	05/15	5/15/2012			ay/Year)		below)	below					
(Street)	JRG PA 15317	4. If A	. If Amendment, Date	te of Original File	ed (Month/Da	ay/Year)		/idual or Joint/Group	a Filing (Chaok A					
CANON							Lilie)	•	Individual or Joint/Group Filing (Check Applicable Line)					
							\mathbf{X}	Form filed by On	e Reporting Pers	son				
(City)	(State) (Zip)	- 1						Form filed by Mo Person						
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
			2A. Deemed Execution Date (Month/Day/Ye	Code (Ins	Transaction Disposed Of (D) (Instr. 3, 4			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)		(
Common	ck ⁽¹⁾	05/15/2012	012	A	523	A	\$ <mark>0</mark>	523(2)	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)	nversion Date Execution if any (Month/Day/Year) if any (Month/D	n Date, Transact Code (In		Expiration Die (Month/Day/	ate Year)	7. Title and Amount of Securities Underlying Derivative Security (Inst and 4)	Deri Seci (Inst		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
Derivative Security	nversion Exercise (Month/Day/Year) Execution if any (Month/Divative	n Date, Transact Code (In	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4	Expiration D. (Month/Day/\)	ate	Amount of Securities Underlying Derivative Security (Inst and 4)	Deri Sect (Inst	vative urity Securities tr. 5) Beneficially Owned Following Reported Transaction	F C C	Ownership Form: Direct (D) or Indirect				

Explanation of Responses:

1. Represents Deferred Stock Units ("DSUs") issued under the Third Amended and Restated ANSYS, Inc. 1996 Stock Option and Grant Plan in accordance with the 12/31/11 annual grant election of the Chairman and non-affiliated independent directors. Each DSU is settled solely for one share of Common Stock upon termination of services as a Director. The grant of 523 DSUs is made in arrears and is fully vested at grant date.

2. Includes 523 Deferred Stock Units

Annette N. Arribas, Attorneyin-Fact 05/17/2012

** 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.