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 to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

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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hours per response: 0.5	Estimated average burden	
	hours per response:	0.5

	s of Reporting Perso	n*	2. Issuer Name and Ticker or Trading Symbol ANSYS INC [ANSS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
SOLECKI JO	<u>SEPH 5</u>				Director	10% Owner			
-				Х	Officer (give title below)	Other (specify below)			
(Last) (First) (Middle) SOUTHPOINTE		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/07/2012		VP and General M	,			
275 TECHNOLO	OGY DRIVE								
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicat					
(Street)				Line) X	Form filed by One Repo	rting Person			
CANONSBURG	F PA	15317		л	Form filed by More than	5			
					Person	One Reporting			
(City)	(State)	(Zip)							

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. Transa Code (8)					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)		(instr. 4)
Common Stock	09/07/2012		S		8,000	D	(1)	48,462	D	
Common Stock	09/07/2012		М		280	Α	\$4.9425	48,742	D	
Common Stock	09/07/2012		S		280	D	\$71.6777	48,462	D	
Common Stock	09/07/2012		М		14,120	Α	\$4.9425	62,582	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)	te, Transaction of Expiration Code (Instr. Derivative (Month/Da		6. Date Exerc Expiration Da (Month/Day/\	ate of Securities			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				
Option To Purchase	\$4.9425	09/07/2012		М			14,400	(2)	10/22/2012	Common Stock	14,400	\$0	0	D	

Explanation of Responses:

1. The trade was executed in a series of transactions with a price range of \$71.5901 to \$71.7464, inclusive, with a weighted average price of \$71.642495. The reporting person undertakes to provide to ANSYS, Inc., any security holder of ANSYS, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

2. The option grant of 14,400 shares granted on 10/22/2002 vests 25% annually in equal installments beginning on the first anniversary of the grant.

Sheila S. DiNardo, Attorney-in-09/11/2012

<u>Fact</u>

** 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.