FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

|   | OMB APPRO               | VAL       |
|---|-------------------------|-----------|
|   | OMB Number:             | 3235-0287 |
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| l | 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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

|   |   |  |  |         | _                        |  | . ,  |      |                                       |      |   |  |                               | 1   |   |  |   |                                      |  |  |
|---|---|--|--|---------|--------------------------|--|--|------|---------------------------------------|------|---|--|-------------------------------|---|---|--|---|--------------------------------------|--|--|
| Name and Address of Reporting Person*     MORLEY BRADFORD C   |   |  |  |         |                          | 2. Issuer Name and Ticker or Trading Symbol ANSYS INC [ ANSS ] |  |      |                                       |      |   |  |                               |   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |  |   |                                      |  |  |
| MUNLET DRADFUND C   |   |  |  |         |                          |  |  |      |                                       |      |   |  |                               |   | Directo   | or   | 10%   | Owner                                |  |  |
| (Last) (First) (Middle) SOUTHPOINTE                           |   |  |  |         |                          | 3. Date of Earliest Transaction (Month/Day/Year) 08/15/2008    |  |      |                                       |      |   |  |                               |   | Officer<br>below)   | (give title  | Othe<br>belov   | r (specify<br>v)                     |  |  |
|   | -   |  |  |         |                          |  |  |      |                                       |      |   |  |                               |   |   |  |   |                                      |  |  |
| 275 TECHNOLOGY DRIVE  |   |  |  |         |                          |  | 4. If Amendment, Date of Original Filed (Month/Day/Year)   |      |                                       |      |   |  |                               |   | 6. Individual or Joint/Group Filing (Check Applicable                   |  |   |                                      |  |  |
|   |   |  |  |         | ٠                        |  | ,  |      | 3                                     |      |   | ,,   |                               | Line  | )   | •  | •                   |                                      |  |  |
| (Street)  | CDLIDG D  |  | 15015  |         |                          |  |  |      |                                       |      |   |  |                               | 2   | C Form 1  | iled by One I  | Reporting Pe  | son                                  |  |  |
| CANONSBURG PA 15317   |   |  |  |         |                          |  |  |      |                                       |      |   |  |                               | Form filed by More than One Reporting<br>Person |   |  |   |                                      |  |  |
|   |   |  |  |         |                          |  |  |      |                                       |      |   |  |                               |   | Feisoi  | 1  |   |                                      |  |  |
| (City)  | (S  | tate)                                      | (Zip)  |         |                          |  |  |      |                                       |      |   |  |                               |   |   |  |   |                                      |  |  |
|   |   | Tab  | le I - Nor                                     | n-Deriv | ative                    | Sec  | curities   | s Ac | quired,                               | Dis  | posed o   | of, or B   | enefi                         | ciall   | y Owned   | ł  |   |                                      |  |  |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Date) |   |  |  |         |                          | ar) E  | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year |      | Code (Instr.                          |      | 4. Securities Acquired (A<br>Disposed Of (D) (Instr. 3,<br>5) |  | 4 and Secur<br>Benef<br>Owne  |   | es   F<br>ally   (<br>Following   (                                     | orm: Direct  | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership       |                                      |  |  |
|   |   |  |  |         |                          |  |  |      | Code                                  | v    | Amount  | ount (A) or (D)  |                               | rice  | Reported<br>Transaction(s)<br>(Instr. 3 and 4)                          |  |   | (Instr. 4)                           |  |  |
|   |   | 7  | able II -                                      |         |                          |  |  |      | uired, D<br>s, option                 |      |   |  |                               |   | Owned   |  |   |                                      |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)           | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deeme<br>Execution<br>if any<br>(Month/Day | Date,   | ate, Transac<br>Code (In |  |  |      | 6. Date Ex<br>Expiration<br>(Month/Da | Date |   | and 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Secu<br>(Instr. 3 and 4) |                               |   | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)                     | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | Ownersl<br>Form:<br>Direct (E<br>or Indire<br>(I) (Instr. | Beneficial ) Ownership ct (Instr. 4) |  |  |
|   |   |  |  | Co      | Code                     | v  | (A)  | (D)  | Date<br>Exercisabl                    |      | xpiration<br>ate  | Title  | Amo<br>or<br>Nun<br>of<br>Sha |   |   |  |   |                                      |  |  |
| Options to  | \$46.68   | 08/15/2008                                 |  |         | Α                        |  | 4,000  |      | (1)                                   | 0    | 8/15/2015   | Common   | 4,0                           | 000   | \$0.00  | 4,000  | D   |                                      |  |  |

## **Explanation of Responses:**

1. Represents options issued under the Third Amended and Restated ANSYS, Inc. 1996 Stock Option and Grant Plan in accordance with the 12/31/07 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.

James E. Cashman III,
Attorney-in-Fact

08/19/2008

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.