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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of Earliest Event Reported): November 5, 2003

ANSYS. INC.
(Exact Name of Registrant as Specified in its Charter)

Delaware	0-20853	04-3219960
(State or Other Jurisdiction of Incorporation or Organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

275 Technology Drive, Canonsburg, PA	15317
(Address of Principal Executive Offices)	(Zip Code)

(Registrant's Telephone Number, Including Area Code) (724) 746-3304

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Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(c)

Exhibits

Exhibit Number	Description
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99.1	Press Release of the Registrant dated November 5, 2003

Item 9. Regulation FD Disclosure

The Information contained in this Item 9 of this Current Report on Form
8-K is being furnished pursuant to "Item 12. Results of Operations and Financial
Condition" of Form 8-K.

The information in this Current Report is being furnished and shall not be
deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of
1934, as amended, or otherwise subject to the liabilities of such Section. The
information in this Current Report shall not be incorporated by reference into
any registration statement or other document pursuant to the Securities Act of
1933, except as shall be expressly set forth by specific reference in such
filing.

On November 5, 2003, ANSYS, Inc. issued an earnings release announcing its
financial results for the third quarter ended September 30, 2003. A copy of the
earnings release is attached as Exhibit 99.1

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

ANSYS, INC.
(Registrant)

Date: November 5, 2003   By: /s/ MARIA T. SHIELDS

                              Maria T. Shields - Chief Financial Officer,
                              VP of Finance and Administration
                              (Ms. Shields is the Principal Financial and
                              Accounting Officer and has been duly
                              authorized to sign on behalf of the
                              Registrant)

Exhibit 99.1

ANSYS Delivers Another Quarter of Solid Revenue and Strong Earnings

SOUTHPOINTE, Pa., Nov. 5 /PRNewswire-FirstCall/ -- ANSYS, Inc. (Nasdaq: ANSS), a global innovator of simulation software and technologies designed to optimize product development processes, today announced third quarter 2003 results. ANSYS' third quarter and year-to-date GAAP results include:

- Total revenue of $28.0 million, as compared to $21.7 million in the third quarter of 2002; total revenue of $80.3 million in the first nine months of 2003 as compared to $65.7 million for the nine months ended September 30, 2002;

- Diluted earnings per share of $0.33 as compared to $0.26 for the third quarter of 2002; diluted earnings per share of $0.89 through September 30, 2003 as compared to $0.81 for the first nine months of 2002; and

- Cash flows from operations of $7.1 million in the third quarter of 2003 and $28.7 million in the first nine months of 2003.

Excluding the adverse impact on reported software license revenue of purchase accounting adjustments related to the Company's February 2003 acquisition of CFX and acquisition-related amortization (see discussion below), ANSYS' third quarter and year-to-date adjusted (non-GAAP) results include:

- Total adjusted revenue of $28.9 million, as compared to $21.7 million in the third quarter of 2002; total adjusted revenue of $82.7 million in the first nine months of 2003 as compared to $65.7 million for the nine months ended September 30, 2002;

- An overall adjusted operating profit margin, excluding total amortization, of 34% as compared to 29% for the third quarter of 2002; and an overall adjusted operating profit margin, excluding total amortization, of 31% as compared to 30% for the first nine months of 2002; and

- Adjusted diluted earnings per share of $0.41 as compared to $0.28 for the third quarter of 2002; adjusted diluted earnings per share of $1.10 compared to $0.86 for the nine month period ended September 30, 2002.

ANSYS President and CEO, Jim Cashman, commenting on the current quarter's solid business performance, said, "The third quarter was a very positive quarter for us on a number of important initiatives. We continued to make tremendous strides in integrating our recently acquired CFX product line, which contributed to our ability to post record third quarter revenue and earnings results. Additionally, we made important progress in advancing our leadership in technology, which we believe has been a key driver to both the continued penetration into our extensive installed base, as well as our ability to expand into new markets."

Cashman added, "While we continue to focus on improving our sales productivity and execution in certain geographic regions, we believe that our financial results, coupled with our technology and market leadership, provide us with a strong platform from which we can continue to grow our business."

The adjusted results highlighted above represent non-GAAP (Generally Accepted Accounting Principles) financial measures. A reconciliation of these measures to the appropriate GAAP measures is included in the condensed financial statements included in this release.

Adjustments to Reported GAAP Financial Results

- Purchase Accounting Adjustment for Acquired Deferred Revenue:

As announced February 26, 2003, ANSYS acquired CFX for approximately $22 million in cash. In accordance with the fair value provisions of EITF 01-3 "Accounting in a Business Combination for Deferred Revenue of an Acquiree," acquired deferred software license revenue of approximately $4.8 million was recorded on the opening balance sheet, which was approximately $3.4 million lower than the historical carrying value. Although this purchase accounting requirement has no impact on the Company's business or cash flow, it adversely impacts the Company's reported GAAP software license revenue for the first twelve months post-acquisition. In order to provide investors with financial information that facilitates comparison of both historical and future results, the Company has and will continue to provide adjusted financial information, which excludes the impact of the purchase accounting adjustment, through this twelve-month period.

- Acquisition Related Amortization:

As previously discussed, the Company completed its recent acquisition of CFX in February 2003. Prior to that, the Company also acquired CADOE S.A. and ICEM CFD Engineering in November 2001 and August 2000, respectively. These acquisitions have all been accounted for as purchases, resulting in the recording of a significant amount of goodwill and identifiable intangible assets. As a result of the amortization associated with intangible assets related to these acquisitions, ANSYS' quarterly and year-to-date financial results are not comparable with prior periods.

To enable investors and other interested parties to compare 2003 financial results to historical and future periods, ANSYS is providing its 2003 third quarter and year-to-date reported GAAP results as well as financial results that have been adjusted for the impact of the items described above.

Third Quarter 2003 and Nine Months Ended September 30, 2003 Reported GAAP Results

ANSYS reported net income for the third quarter of $5.4 million, or $0.33 diluted earnings per share, based on 16.2 million weighted average shares outstanding. For the quarter ended September 30, 2002, ANSYS reported net income of $4.1 million, or $0.26 diluted earnings per share, based on 15.5 million weighted average shares outstanding. For the nine months ended September 30, 2003, ANSYS reported net income of $14.1 million, or diluted earnings per share of $0.89, based on 15.8 million weighted average shares outstanding. For the nine months ended September 30, 2002, ANSYS reported net income of $12.7 million, or diluted earnings per share of $0.81, based on 15.7 million weighted average shares outstanding. Cash and short-term investments at September 30, 2003 totaled $72.3 million and ANSYS remains debt free.

Innovative Products Launched

ANSYS continued its tradition of introducing innovative technologies designed to meet the ever-expanding needs of its customers and the diverse markets that it serves. The ability to model and simulate multiphysics-based systems and their manufacturing and operating conditions in the same familiar and unified graphical user interface has significant value to our customers in terms of simulation accuracy and reliability, time to market, cost, quality and innovations. These current product releases are highlighted by:

Continued Technological Leadership:

  - Seamless integration of ANSYS multiphysics capabilities and CFX CFD
    technologies allows, for the first time, customers' multiple
    disciplinary development teams to collaborate and work together. This
    unique attribute will benefit customers from various complex product
    industries including aerospace, automotive, power generation and
    electronics.

  - ANSYS' new Multi-field solver is a true advance in open systems
    simulation. This powerful solver allows customers to utilize
    engineering experts throughout their company, and even within their
    supply chains, each simulating their own design issues, to combine the
    results and gain a complete understanding of the overall system
    effects.

  - High performance solution algorithms allow complex simulation of
    complete products and systems to be performed in minutes and hours
    rather than days.

  - Component mode synthesis technology allows larger sized products
    (such as planes and ships) to be divided into smaller and manageable
    pieces that can be modeled and simulated independently by many
    engineering groups on small to medium sized computers. This technology
    also enables the combining of the behavior of these smaller pieces to
    yield the whole system response.

Leveraging Legacy Data to Spur Product Innovation:

  - Legacy technologies such as FE Modeler and Interface for NASTRAN
    allow customers to easily migrate to ANSYS solutions while protecting
    their investment in legacy product data, knowledge and intellectual
    property.

  - Parametric modeling technology (ANSYS ParaMesh) allows legacy data to
    be immediately utilized in rapid "what-if" simulations with full
    parametric optimizations, without recreating CAD geometry, and allows
    engineers to quickly optimize designs based upon product performance
    requirements.

ANSYS will hold a conference call at 10:30 A.M. Eastern Time on November 5,

2003 to discuss third quarter results as well as to provide guidance regarding fourth quarter business prospects. The dial in number is 800-857-7001 and the passcode is "ANSYS". A replay will be available until November 7, 2003 by dialing 800-756-9736. The conference call will be webcast live and can be accessed, along with other financial information, on ANSYS' website, located at www.ansys.com/newsrooms/investor.htm .

About ANSYS, Inc.

ANSYS, Inc., founded in 1970, develops and globally markets engineering simulation software and technologies widely used by engineers and designers across a broad spectrum of industries. ANSYS focuses on the development of open and flexible solutions that enable users to analyze designs directly on the desktop, providing a common platform for fast, efficient and cost-conscious product development, from design concept to final-stage testing and validation. Headquartered in Canonsburg, Pennsylvania U.S.A. with approximately 25 strategic sales locations throughout the world, ANSYS, Inc. employs more than 600 people and distributes its products through a network of channel partners in 40 countries. Visit www.ansys.com for more information.

Some matters discussed in this news release constitute forward-looking statements under the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995 that involve risks and uncertainties. These forward looking statements include statements with respect to our integrations of CFX, our ability to continue to penetrate new markets and our installed base, our ability to improve sales productivity, our ability to continue to grow our business and our ability to maintain technological leadership.

All forward looking statements in this press release are subject to risks and uncertainties, such as the risk of a general economic downturn in one or more of ANSYS' primary geographic markets, the risk that ANSYS has overestimated its ability to maintain growth and profitability and control costs in the current economic environment, the risk that the CFX business will not perform consistent with operations or that ANSYS will experience unforeseen difficulties integrating this newly-acquired business, the risk that ANSYS' sales will be adversely impacted at a later stage in the current economic downturn, uncertainties regarding the demand for ANSYS' products and services in future periods, the risk that ANSYS has overestimated the strength of the demand among its customers for its products in an unstable economy, risks of problems arising from customer contract cancellations, uncertainties regarding customer acceptance of new products, the risk that ongoing pressure on customer spending will not allow investment in sales, technology innovation and development of key strategic partnerships, the risk that ANSYS' strategic plan will not increase shareholder value over the long run, the risk that ANSYS' operating results will be adversely affected by possible delays in developing, completing, or shipping new or enhanced products, risks that enhancements to the company's products including those described above may not produce anticipated benefits, the risk that changes in the price of our common stock or the existence of competing uses for available cash will affect our willingness to continue the stock repurchase program, uncertainties regarding fluctuations in quarterly results, including uncertainties regarding the timing of orders from significant customers and regional economies, and other factors that are detailed from time to time in reports filed by ANSYS, Inc. with the Securities and Exchange Commission, including ANSYS, Inc.'s 2002 Annual Report and Form 10-K and the most recent quarterly report on Form 10-Q. ANSYS, Inc. is committed to providing the most open and flexible analysis solutions to meet customer requirements for engineering software in today's competitive marketplace. ANSYS, Inc. partners with leading design software suppliers to develop state-of-the-art CAD-integrated products. ANSYS and its global network of ANSYS Support Distributors provide sales, support and training for customers. Information about ANSYS, Inc. and its products can be found on the Worldwide Web at www.ansys.com.

ANSYS, DesignSpace, ANSYS DesignModeler, ANSYS DesignXplorer VT, ANSYS DesignXplorer, ANSYS ProFEA, ANSYS Emax, ANSYS Workbench environment, Multi-field, CFX, AI*Environment, AI*NASTRAN, CADOE S.A. and any and all ANSYS, Inc. product names referenced on any media, manual or the like, are registered trademarks or trademarks of subsidiaries of ANSYS, Inc. located in the United States or other countries. NASTRAN is a registered trademark of the National Aeronautics Space Administration. All other product names mentioned are trademarks or registered trademarks of their respective manufacturers.

Reconciliation of Non-GAAP Measures

This earnings release contains non-GAAP financial measures. For purposes of Regulation G, a non-GAAP financial measure is a numerical measure of a registrant's historical or future financial performance, financial position or cash flows that excludes amounts, or is subject to adjustments that have the effect of excluding amounts, that are included in the most directly comparable measure calculated and presented in accordance with GAAP in the statement of income, balance sheet or statement of cash flows of the issuer; or includes

amounts, or is subject to adjustments that have the effect of including amounts, that are excluded from the most directly comparable measure so calculated and presented. In this regard, GAAP refers to generally accepted accounting principles in the United States. Pursuant to the requirements of Regulation G, the Company has provided a reconciliation of the adjusted (non-GAAP) financial measures to the most directly comparable GAAP financial measures.

Adjusted software license revenue, adjusted operating profit margin, adjusted net income and adjusted diluted earnings per share are presented in this earnings release because management uses this information in evaluating the results of the continuing operations of business and believes that this information provides the users of the financial statements a valuable insight into the operating results. Additionally, management believes that it is in the best interest of its investors to provide financial information that will facilitate comparison of both historical and future results.

ANSYS, INC. AND SUBSIDIARIES
Consolidated Statements of Income
(in thousands, except per share data)
(Unaudited)

	Three months ended		Nine months ended	
	Sept. 30, 2003	Sept. 30, 2002	Sept. 30, 2003	Sept. 30, 2002
Revenue:				
Software licenses	$14,053	$11,017	$40,457	$34,125
Maintenance and service	13,985	10,728	39,824	31,619
Total revenue	28,038	21,745	80,281	65,744
Cost of sales:				
Software licenses	1,226	904	3,873	2,856
Amortization of software and acquired technologies	871	363	2,302	1,100
Maintenance and service	3,199	2,117	9,782	5,825
Total cost of sales	5,296	3,384	15,957	9,781
Gross profit	22,742	18,361	64,324	55,963
Operating expenses:				
Selling and marketing	5,646	4,690	17,254	15,092
Research and development	5,879	5,155	17,609	14,912
Amortization	276	194	774	624
General and administrative	3,022	2,522	8,798	7,562
Total operating expenses	14,823	12,561	44,435	38,190
Operating income	7,919	5,800	19,889	17,773
Other (loss) income	(808)	32	498	526
Income before income tax provision	7,111	5,832	20,387	18,299
Income tax provision	1,750	1,750	6,275	5,609
Net income	$5,361	$4,082	$14,112	$ 12,690
Earnings per share - basic:				
Basic earnings per share	$0.36	$0.28	$0.95	$0.87
Weighted average shares - basic	15,106	14,578	14,864	14,612
Earnings per share - diluted:				
Diluted earnings per share	$0.33	$0.26	$0.89	$0.81
Weighted average shares - diluted	16,236	15,475	15,804	15,677

ANSYS, INC. AND SUBSIDIARIES
Reconciliation of Non-GAAP Measures
For the three months ended September 30, 2003

	As Reported	Adjustments	Adjusted Results
Revenue:			
Software licenses	$14,053	$885(a)	$14,938
Maintenance and service	13,985	-	13,985
Total revenue	28,038	885	28,923
Cost of sales:			
Software licenses	1,226	-	1,226
Amortization of software and acquired technologies	871	(747)(b)	124
Maintenance and service	3,199	-	3,199
Total cost of sales	5,296	(747)	4,549
Gross profit	22,742	1,632	24,374
Operating expenses:			
Selling and marketing	5,646	-	5,646
Research and development	5,879	-	5,879
Amortization	276	(276)(b)	-
General and administrative	3,022	-	3,022
Total operating expenses	14,823	(276)	14,547
Operating income	7,919	1,908	9,827
Other (loss) income	(808)	-	(808)
Income before income tax provision	7,111	1,908	9,019
Income tax provision	1,750	668(c)	2,418
Net income	$5,361	$1,240	$6,601
Earnings per share - basic:			
Basic earnings per share	$0.36		$0.44
Weighted average shares - basic	15,106		15,106
Earnings per share - diluted:			
Diluted earnings per share	$0.33		$0.41
Weighted average shares - diluted	16,236		16,236

(a) Amount represents the revenue not reported during the period as a result of the purchase accounting adjustment associated with EITF 01-3, "Accounting in a Business Combination for Deferred Revenue of an Acquiree."

(b) Amount represents amortization expense associated with intangible assets acquired in business acquisitions, including amounts primarily related to acquired software, customer list and non-compete agreements.

(c) Amount represents the income tax impact of the revenue and amortization expense adjustments referred to in (a) and (b) above.

ANSYS, INC. AND SUBSIDIARIES
Reconciliation of Non-GAAP Measures
For the three months ended September 30, 2002
(in thousands, except per share data)
(Unaudited)

	As Reported	Adjustments	Adjusted Results
Revenue:			
Software licenses	$11,017	$ -	$11,017
Maintenance and service	10,728	-	10,728
Total revenue	21,745	-	21,745
Cost of sales:			
Software licenses	904	-	904
Amortization of software and			

	As Reported	Adjustments	Adjusted Results
acquired technologies	363	(241)(a)	122
Maintenance and service	2,117	-	2,117
Total cost of sales	3,384	(241)	3,143
Gross profit	18,361	241	18,602
Operating expenses:			
Selling and marketing	4,690	-	4,690
Research and development	5,155	-	5,155
Amortization	194	(194)(a)	-
General and administrative	2,522	-	2,522
Total operating expenses	12,561	(194)	12,367
Operating income	5,800	435	6,235
Other income	32	-	32
Income before income tax provision	5,832	435	6,267
Income tax provision	1,750	152(b)	1,902
Net income	$4,082	$283	$4,365
Earnings per share - basic:			
Basic earnings per share	$0.28		$0.30
Weighted average shares - basic	14,578		14,578
Earnings per share - diluted:			
Diluted earnings per share	$0.26		$0.28
Weighted average shares - diluted	15,475		15,475

(a) Amount represents amortization expense associated with intangible assets acquired in business acquisitions, including amounts primarily related to acquired software, customer list and non-compete agreements.

(b) Amount represents the income tax impact of the amortization expense adjustment referred to in (a) above.

ANSYS, INC. AND SUBSIDIARIES
Reconciliation of Non-GAAP Measures
For the nine months ended September 30, 2003
(in thousands, except per share data)
(Unaudited)

	As Reported	Adjustments	Adjusted Results
Revenue:			
Software licenses	$40,457	$2,455(a)	$42,912
Maintenance and service	39,824	-	39,824
Total revenue	80,281	2,455	82,736
Cost of sales:			
Software licenses	3,873	-	3,873
Amortization of software and acquired technologies	2,302	(1,825)(b)	477
Maintenance and service	9,782	-	9,782
Total cost of sales	15,957	(1,825)	14,132
Gross profit	64,324	4,280	68,604
Operating expenses:			
Selling and marketing	17,254	-	17,254
Research and development	17,609	-	17,609
Amortization	774	(774)(b)	-
General and administrative	8,798	-	8,798
Total operating expenses	44,435	(774)	43,661
Operating income	19,889	5,054	24,943
Other income	498	-	498
Income before income tax provision	20,387	5,054	25,441
Income tax provision	6,275	1,769(c)	8,044

Net income	$14,112	$3,285	$17,397
Earnings per share - basic:			
Basic earnings per share	$0.95		$1.17
Weighted average			
shares - basic	14,864		14,864
Earnings per share - diluted:			
Diluted earnings per share	$0.89		$1.10
Weighted average			
shares - diluted	15,804		15,804

(a) Amount represents the revenue not reported during the period as a
    result of the purchase accounting adjustment associated with
    EITF 01-3, "Accounting in a Business Combination for Deferred
    Revenue of an Acquiree."

(b) Amount represents amortization expense associated with intangible
    assets acquired in business acquisitions, including amounts
    primarily related to acquired software, customer list and
    non-compete agreements.

(c) Amount represents the income tax impact of the revenue and
    amortization expense adjustments referred to in (a) and (b) above.

ANSYS, INC. AND SUBSIDIARIES
Reconciliation of Non-GAAP Measures
For the nine months ended September 30, 2002
(in thousands, except per share data)
(Unaudited)

	As Reported	Adjustments	Adjusted Results
Revenue:			
Software licenses	$34,125	$ -	$34,125
Maintenance and service	31,619	-	31,619
Total revenue	65,744	-	65,744
Cost of sales:			
Software licenses	2,856	-	2,856
Amortization of software and			
acquired technologies	1,100	(682)(a)	418
Maintenance and service	5,825	-	5,825
Total cost of sales	9,781	(682)	9,099
Gross profit	55,963	682	56,645
Operating expenses:			
Selling and marketing	15,092	-	15,092
Research and development	14,912	-	14,912
Amortization	624	(624)(a)	-
General and administrative	7,562	-	7,562
Total operating expenses	38,190	(624)	37,566
Operating income	17,773	1,306	19,079
Other income	526	-	526
Income before income tax			
provision	18,299	1,306	19,605
Income tax provision	5,609	457(b)	6,066
Net income	$12,690	$849	$13,539
Earnings per share - basic:			
Basic earnings per share	$0.87		$0.93
Weighted average shares			
- basic	14,612		14,612
Earnings per share - diluted:			
Diluted earnings per share	$0.81		$0.86
Weighted average shares			
- diluted	15,677		15,677

(a) Amount represents amortization expense associated with intangible
    assets acquired in business acquisitions, including amounts primarily
    related to acquired software, customer list and non-compete

agreements.
    (b) Amount represents the income tax impact of the amortization expense
        adjustment referred to in (a) above.

                        ANSYS, INC. AND SUBSIDIARIES
                     Condensed Consolidated Balance Sheets
                              (in thousands)
                               (Unaudited)

                                               September 30,   December 31,
                                                   2003   2002
        ASSETS:

        Cash & short-term investments $72,270 $61,132
        Accounts receivable, net   16,034   15,875
        Other assets   74,141   49,994

            Total assets $162,445 $127,001

        LIABILITIES & STOCKHOLDERS' EQUITY:

        Current liabilities $45,244 $35,608
        Stockholders' equity   117,201   91,393

            Total liabilities & stockholders' equity $162,445 $127,001

SOURCE ANSYS, Inc.
    -0-   11/05/2003
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    /First Call Analyst: /
    /FCMN Contact: /
    /Web site: http://www.ansys.com
                http://www.ansys.com/newsrooms/investor.htm/
    (ANSS)

CO: ANSYS, Inc.
ST: Pennsylvania
IN: CPR
SU: ERN CCA MAV