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

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>CASHMAN JAMES E III</u>						2. Issuer Name and Ticker or Trading Symbol ANSYS INC [ ANSS ]									5. Relationship of Repor (Check all applicable) X Director			son(s) to Is		
(Last) (First) (Middle 2600 ANSYS DRIVE				e)		3. Date of Earliest Transaction (Month/Day/Year) 08/13/2018									Officer below)	(give titl	е	Other below)	(specify	
SOUTHPOINTE					4.	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) CANONSBURG PA 15317													X Form filed by One Reporting Person  Form filed by More than One Reporting  Person							
(City) (State) (Zip)																				
			le I -	Non-Der	_			_										[-		
Date				2. Transacti Date (Month/Day		2A. Deemed Execution Date, if any (Month/Day/Year)		ate,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 ar				5. Amount of Securities Beneficially Owned Follow Reported		Form: Dire (D) or Indir		t Indirect	
									Code	v	Amount	(A) or (D)	Price	•	Transaction (Instr. 3 and			("	1501. 4)	
Common Stock 08/13/201					018	3			M	П	30,000(1)	A	\$58.67		390,50	390,506(2)		)		
Common Stock 08/13					018	18					11,972(1)	D	\$17	0.78(3)	378,534 <sup>(2)</sup>		Г	)		
Common Stock 08/13/2				018						12,663(1)	D	\$17	1.47(4)	365,87	365,871 <sup>(2)</sup> I		)			
Common Stock 08/13/201				018	8			S		5,365(1)	D	\$17	2.54(5)	360,506(2)		Γ	)			
Common Stock														64,500		I		eflects hares held a family mited artnership.		
		-	Гable	II - Deriv (e.g.,							sposed o				Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execu if any	A. Deemed xecution Date, f any Month/Day/Year)		action (Instr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration (Month/Day			of Sec Under Deriva	7. Title and Am of Securities Underlying Derivative Sec (Instr. 3 and 4)		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 Exe	e rcisable	Expiratio e Date	n Title	0 0	lumber						
Option to	\$58.67	08/13/2018			M			30,000		(6)	11/14/202	Comn		80,000	\$0		0	D		

## **Explanation of Responses:**

- 1. Pursuant to a currently effective Rule 10b5-1 plan.
- 2. Includes 33,658 Restricted Stock Units.
- 3. The trade was executed in a series of transactions with a price range of \$170.18 to \$171.17, inclusive, with a weighted average price of \$170.78. 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.
- 4. The trade was executed in a series of transactions with a price range of \$171.18 to \$171.95, inclusive, with a weighted average price of \$171.47. 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
- 5. The trade was executed in a series of transactions with a price range of \$172.28 to \$172.82, inclusive, with a weighted average price of \$172.54. 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
- 6. The option grant of 75,000 shares granted on 11/14/2011 vested 25% annually in equal installments beginning on the first annivesary of the grant.

## Remarks:

08/15/2018 Janet Lee, Attorney-in-Fact

\*\* Signature of Reporting Person

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.