

ANSYS INC  
Form 4  
August 16, 2007

**FORM 4**

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

OMB APPROVAL

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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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**MORLEY BRADFORD C**

(Last) (First) (Middle)

**SOUTHPOINTE, 275  
TECHNOLOGY DRIVE**

(Street)

**CANONSBURG, PA 15317**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**ANSYS INC [ANSS]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**08/14/2007**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D) Price  |   |  |                                   |
| Common Stock                    | 08/14/2007                           |  | M                              | 6,000 A   | \$ 16.285   | 10,000   | D                                 |
| Common Stock                    | 08/14/2007                           |  | M                              | 1,500 A   | \$ 23.91  | 11,500   | D                                 |
| Common Stock                    | 08/14/2007                           |  | S                              | 7,500 D   | 11  | 4,000  | D                                 |

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

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SEC 1474  
(9-02)

number.

**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) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Options to Purchase                        | \$ 16.285  | 08/14/2007                           |  | M                              | 6,000   | <u>(2)</u> 05/17/2015                                    | Common Stock  | 6,000                         |
| Options to Purchase                        | \$ 23.91   | 08/14/2007                           |  | M                              | 1,500   | <u>(3)</u> 06/30/2016                                    | Common Stock  | 1,500                         |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| MORLEY BRADFORD C<br>SOUTHPOINTE<br>275 TECHNOLOGY DRIVE<br>CANONSBURG, PA 15317 | X             |           |         |       |

## Signatures

Lisa M. O'Connor,  
Attorney-in-Fact

08/16/2007

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

- (1) The trade was executed in a series of transactions with a price range of \$30.03 to \$30.31, with a weighted average price of \$30.15.
- (2) The option grant of 24,000 shares vests 25% annually in equal installments beginning on 05/17/06, the first anniversary of the grant date.
- (3) The option grant of 6,000 shares vests 25% annually in equal installments beginning on 06/30/07, the first anniversary of the grant date.

### Remarks:

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All share numbers and stock prices reflect a 2 for 1 stock split that occurred on 06/04/2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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