#### **CASHMAN JAMES E III**

Form 4/A

December 28, 2012

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

**OMB APPROVAL** 

Number:

3235-0287

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Check this box

Form 5 obligations may continue. See Instruction

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(b).

(Last)

1. Name and Address of Reporting Person \* CASHMAN JAMES E III

(First)

(Street)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

below)

(Middle)

ANSYS INC [ANSS] 3. Date of Earliest Transaction

(Month/Day/Year)

\_X\_\_ Director 10% Owner

(Check all applicable)

SOUTHPOINTE, 275

07/19/2012

X\_ Officer (give title Other (specify below) President and CEO

TECHNOLOGY DRIVE

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year) 07/20/2012

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

CANONSBURG, PA 15317

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I)

Ownership (Instr. 4) (Instr. 4)

(A) Code V Amount (D) Price

Transaction(s) (Instr. 3 and 4)

Reported

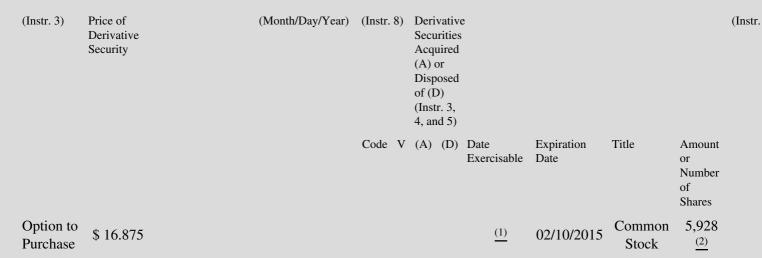
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 5. 6. Date Exercisable and 7. Title and Amount of 8. Pric Derivative Conversion (Month/Day/Year) Execution Date, if TransactionNumber **Expiration Date Underlying Securities** Deriva Security or Exercise any Code of (Month/Day/Year) (Instr. 3 and 4) Securi

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# **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |                   |       |
|--|---------------|-----------|-------------------|-------|
|  | Director      | 10% Owner | Officer           | Other |
| CASHMAN JAMES E III<br>SOUTHPOINTE<br>275 TECHNOLOGY DRIVE<br>CANONSBURG, PA 15317 | X             |           | President and CEO |       |

## **Signatures**

Sheila S. DiNardo, Attorney-in-Fact

\*\*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 option grant of 200,000 shares granted on 02/10/2005 vests 25% annually in equal installments beginning on the first anniversary of the grant.
- (2) The amount of Underlying Securities for the previously reported transaction should have read 5,928.
- (3) The remaining 394,072 options with an exercise price of \$16.875 include 200,000 options from a second grant issued on 02/10/2005 of 200,000 options, which vest 25% annually in equal installments beginning 02/10/2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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