Emswiler Shane Form 4 March 15, 2013

#### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations

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)

may continue.

See Instruction

1(b).

1. Name and Add Emswiler Shar	•	ing Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol ANSYS INC [ANSS]	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First)	(Middle) 3. Date of Earliest Transaction (Month/Day/Year)		(Check all applicable) Director 10% Owner		
SOUTHPOINTE, 275 TECHNOLOGY DRIVE			03/14/2013	Officer (give title Other (specify below) VP and General Manager		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	, ,		
CANONSBURG, PA 15317				Form filed by More than One Reporting Person		

(City)	(State) (	Zip) Table	I - Non-D	erivative	Secur	ities Acqu	uired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securin(A) or Di (Instr. 3,	spose	d of (D)	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/14/2013		M	4,000	A	\$ 35.74	7,789	D	
Common Stock	03/14/2013		M	3,500	A	\$ 19.21	11,289	D	
Common Stock	03/14/2013		S	4,000	D	<u>(1)</u>	7,289	D	

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

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#### 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. Transactic Code (Instr. 8)	ransaction Derivative ode Securities		of Derivative Expiration Date Gecurities (Month/Day/Year) Acquired A) or Disposed of D) Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase	\$ 35.74	03/14/2013		M	4	4,000	07/31/2008	12/19/2017	Common Stock	4,000
Options to Purchase	\$ 19.21	03/14/2013		M		3,500	(2)	03/02/2019	Common Stock	3,500

#### **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Emswiler Shane			VP and					
SOUTHPOINTE		General						
275 TECHNOLOGY DRIVE								
CANONSBURG, PA 15317			Manager					

## **Signatures**

Annette Arribas Attorney-in-Fact 03/15/2013

\*\*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).
- The trade was executed in a series of transactions with a price range of \$81.00 to \$81.02, inclusive, with a weighted average price of \$81.001750. 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.
- (2) The option grant of 10,000 shares granted on 03/02/2009 vests 25% annually in equal installments beginning on the first anniversary of the grant.

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

Reporting Owners 2

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