

MORBY JACQUELINE C

Form 4

November 17, 2009

**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 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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MORBY JACQUELINE 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)  
11/16/2009

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|--------------------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                   | Amount<br>(A)<br>or<br>(D)                                                                                         | Price                                                                |                                                                                |
| Common<br>Stock                       | 11/16/2009                              |                                                             | M                                       |                                                                     | 6,000                                                                                                              | A \$<br>16.285                                                       | 103,200 D                                                                      |
| Common<br>Stock                       | 11/16/2009                              |                                                             | M                                       |                                                                     | 1,500                                                                                                              | A \$ 23.91                                                           | 104,700 D                                                                      |
| Common<br>Stock                       | 11/16/2009                              |                                                             | M                                       |                                                                     | 3,000                                                                                                              | A \$<br>25.625                                                       | 107,700 D                                                                      |
| Common<br>Stock                       | 11/16/2009                              |                                                             | M                                       |                                                                     | 3,000                                                                                                              | A \$<br>27.055                                                       | 110,700 D                                                                      |
| Common<br>Stock                       | 11/16/2009                              |                                                             | M                                       |                                                                     | 3,000                                                                                                              | A \$<br>27.405                                                       | 113,700 D                                                                      |

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Common Stock 11/16/2009 M 3,000 A \$ 29.97 116,700 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)

**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 |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title                                                         |                               |
| Option to Purchase                         | \$ 16.285                                              | 11/16/2009                           |                                                    | M                              | 6,000                                                                                   | <u>(1)</u> 05/17/2015                                    | Common Stock                                                  | 6,000                         |
| Option to Purchase                         | \$ 23.91                                               | 11/16/2009                           |                                                    | M                              | 1,500                                                                                   | <u>(2)</u> 06/30/2016                                    | Common Stock                                                  | 1,500                         |
| Option to Purchase                         | \$ 25.625                                              | 11/16/2009                           |                                                    | M                              | 3,000                                                                                   | <u>(3)</u> 11/15/2013                                    | Common Stock                                                  | 3,000                         |
| Option to Purchase                         | \$ 27.055                                              | 11/16/2009                           |                                                    | M                              | 3,000                                                                                   | <u>(4)</u> 02/26/2014                                    | Common Stock                                                  | 3,000                         |
| Option to Purchase                         | \$ 27.405                                              | 11/16/2009                           |                                                    | M                              | 3,000                                                                                   | <u>(5)</u> 05/15/2014                                    | Common Stock                                                  | 3,000                         |
| Option to Purchase                         | \$ 29.97                                               | 11/16/2009                           |                                                    | M                              | 3,000                                                                                   | <u>(6)</u> 08/15/2014                                    | Common Stock                                                  | 3,000                         |

## Reporting Owners

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

## Signatures

Colleen Zak Hess,  
Attorney-in-Fact

11/17/2009

\_\_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 24,000 shares granted on 05/17/2005 vests 25% annually in equal installments beginning on the first anniversary of the grant.
- (2) The option grant of 6,000 shares granted on 06/30/2006 vests 25% annually in equal installments beginning on the first anniversary of the grant.
- (3) The option grant of 6,000 shares granted on 11/15/2006 vests 25% annually in equal installments beginning on the first anniversary of the grant.
- (4) The option grant of 6,000 shares granted on 02/26/2007 vests 25% annually in equal installments beginning on the first anniversary of the grant.
- (5) The option grant of 6,000 shares granted on 05/15/2007 vests 25% annually in equal installments beginning on the first anniversary of the grant.
- (6) The option grant of 6,000 shares granted on 08/15/2007 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.

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