

ANSYS INC  
Form 4  
August 23, 2006

**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

OMB  
Number: 3235-0287  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HEINEN ROGER J JR**

(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)  
**08/21/2006**

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	08/21/2006		M		6,000	A	\$ 12.8675	18,900 <sup>(1)</sup>	D
Common Stock	08/21/2006		M		6,000	A	\$ 14.205	24,900 <sup>(1)</sup>	D
Common Stock	08/21/2006		M		6,000	A	\$ 18.9405	30,900 <sup>(1)</sup>	D
Common Stock	08/21/2006		M		3,000	A	\$ 32.57	33,900 <sup>(1)</sup>	D
Common Stock	08/21/2006		S		21,000	D	<u>(2)</u>	12,900 <sup>(1)</sup>	D

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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.		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Options to Purchase	\$ 12.8675	08/21/2006		M		6,000		<u>(3)</u>	05/16/2012	Common Stock	6,000	1
Options to Purchase	\$ 14.205	08/21/2006		M		6,000		<u>(4)</u>	05/15/2013	Common Stock	6,000	\$
Options to Purchase	\$ 18.9405	08/21/2006		M		6,000		<u>(5)</u>	05/13/2014	Common Stock	6,000	1
Options to Purchase	\$ 32.57	08/21/2006		M		3,000		<u>(6)</u>	05/17/2015	Common Stock	3,000	\$

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HEINEN ROGER J JR SOUTHPOINTE 275 TECHNOLOGY DRIVE CANONSBURG, PA 15317	X			

## Signatures

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

08/23/2006

\_\_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) Includes 900 Deferred Stock Units.
- (2) The trade was executed in a series of transactions with a price range of \$47.10 to \$47.37, with a weighted average price of \$47.20.
- (3) The option grant of 24,000 shares vests 25% annually in equal installments beginning on 05/16/03, the first anniversary of the grant date.
- (4) The option grant of 24,000 shares vests 25% annually in equal installments beginning on 05/14/04, the first anniversary of the grant date.
- (5) The option grant of 24,000 shares vests 25% annually in equal installments beginning on 05/13/2005, the first anniversary of the grant date.
- (6) The option grant of 12,000 shares vests 25% annually in equal installments beginning on 05/17/06, the first anniversary of the grant date.

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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