

ANSYS INC  
Form 4  
May 18, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
MORBY JACQUELINE C

(Last) (First) (Middle)  
125 HIGH STREET, SUITE 2500  
(Street)

BOSTON, MA 02110

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/17/2005

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)
Common Stock				(A) or (D)	28,000	D	

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

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

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to Purchase	\$ 7.042					<u>(1)</u>	05/09/2011	Common	6,000
Options to Purchase	\$ 12.8675					<u>(2)</u>	05/16/2012	Common	12,000
Options to Purchase	\$ 14.205					<u>(3)</u>	05/15/2013	Common	24,000
Options to Purchase	\$ 18.9405					<u>(4)</u>	05/13/2014	Common	24,000
Options to Purchase	\$ 32.57	05/17/2005		A	12,000	<u>(5)</u>	05/17/2015	Common	12,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MORBY JACQUELINE C 125 HIGH STREET SUITE 2500 BOSTON, MA 02110	X			

## Signatures

Jacqueline C. Morby  
 \*\*Signature of Reporting Person  
 Date 05/18/2005

By: Thomas P. Alber,  
 Attorney-in-Fact  
 \*\*Signature of Reporting Person  
 Date 05/18/2005

## 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 vests 25% on the first anniversary of the grant date and continues to vest 25% each year thereafter until 5/9/05. On 8/11/04 the reporting person exercised 18,000 shares of this option leaving a 6,000 share balance.
- (2) The option grant of 24,000 shares vests 25% on the first anniversary of the grant date and continues to vest 25% each year thereafter until 5/16/06. On 8/11/04 the reporting person exercised 12,000 shares of this option leaving a 12,000 share balance.
- (3) The option grant of 24,000 shares vests 25% on the first anniversary of the grant date and continues to vest 25% each year thereafter until 5/15/07.
- (4) The option grant of 24,000 shares vests 25% on the first anniversary of the grant date and continues to vest 25% each year thereafter until 5/13/08.
- (5) The option grant of 12,000 shares vests 25% on the first anniversary of the grant date and continues to vest 25% each year thereafter until 5/17/09.

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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