

ANSYS INC
Form 4
September 07, 2006

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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)

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)
09/05/2006

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 Ownership (Instr. 4)
				Code	V Amount or Price			
Common Stock	09/05/2006		S	5,000	D \$ 46.0026	23,000	D	
Common Stock	09/05/2006		S	10,500	D \$ 46.0005	12,500	D	
Common Stock	09/05/2006		M	6,000	A \$ 7.042	18,500	D	
Common Stock	09/05/2006		M	12,000	A \$ 12.8675	30,500	D	
Common Stock	09/05/2006		M	18,000	A \$ 14.205	48,500	D	

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Common Stock 09/05/2006 M 12,000 A \$ 18.9405 60,500 D

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

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(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
Options to Purchase	\$ 7.042	09/05/2006		M	6,000	(1) 05/09/2011	Common Stock	6,000
Options to Purchase	\$ 12.8675	09/05/2006		M	12,000	(2) 05/16/2012	Common Stock	12,000
Options to Purchase	\$ 14.205	09/05/2006		M	18,000	(3) 05/15/2013	Common Stock	18,000
Options to Purchase	\$ 18.9405	09/05/2006		M	12,000	(4) 05/13/2014	Common Stock	12,000

Reporting Owners

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

Signatures

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

09/07/2006

__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) The option grant of 24,000 shares vests 25% annually in equal installments beginning on 05/09/2002, the first anniversary of the grant date.
- (2) The option grant of 24,000 shares vests 25% annually in equal installments beginning on 05/16/2003, the first anniversary of the grant date.
- (3) The option grant of 24,000 shares vests 25% annually in equal installments beginning on 05/15/2004, the first anniversary of the grant date.
- (4) 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.

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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