

ANSYS INC  
Form 8-K  
May 22, 2015

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

**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**  
**Date of Report (Date of Earliest Event Reported): May 14, 2015**

**ANSYS, INC.**

**(Exact Name of Registrant as Specified in its Charter)**

**Delaware**  
**(State or Other Jurisdiction of**  
**Incorporation or Organization)**

**0-20853**  
**(Commission**  
**File Number)**

**04-3219960**  
**(I.R.S. Employer**  
**Identification No.)**

**275 Technology Drive, Canonsburg, PA**  
**(Address of Principal Executive Offices)**

**15317**  
**(Zip Code)**

**(Registrant's Telephone Number, Including Area Code) (724) 746-3304**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

ANSYS, Inc. (the Company) held its Annual Meeting of Stockholders on May 14, 2015 to consider and vote on the matters listed below. The proposals are described in detail in the Proxy Statement of the Company dated April 2, 2015 as filed with the Securities and Exchange Commission. The final voting results from the meeting are set forth below.

**ANSYS Proposal 1: Election of Directors**

Having received a majority of the votes cast in accordance with the Company's Restated Certificate of Incorporation, the individuals named below were each elected to serve as directors of the Company for three-year terms expiring in 2018:

Name	Votes	Votes	Abstained	%
	For	Against		For
Bradford C. Morley	77,662,563	2,183,117	45,636	86.61%
Patrick J. Zilvitis	78,179,915	1,666,951	44,449	87.18%

**ANSYS Proposal 2: Non-Binding, Advisory Vote on the Compensation of Named Executive Officers**

Having received a majority of the votes from shares present in person or represented by proxy and entitled to vote thereon at the Company's Annual Meeting, as set forth below, the non-binding advisory vote in favor of the compensation of the Company's named executive officers was approved.

Votes	Votes	Abstentions
For	Against	
77,277,836	2,503,741	109,739

**ANSYS Proposal 3: Ratification of Selection of Independent Registered Public Accounting Firm**

Having received a majority of the votes cast as set forth below and in accordance with ANSYS By-Laws, the selection of Deloitte & Touche LLP as ANSYS independent registered public accounting firm for the 2015 fiscal year was ratified.

<b>Votes</b>	<b>Votes</b>	
<b>For</b>	<b>Against</b>	<b>Abstentions</b>
81,371,732	2,854,396	30,587

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ANSYS, INC.

Date: May 22, 2015

By: /s/ Sheila S. DiNardo  
Sheila S. DiNardo Vice President, General Counsel  
& Secretary