

ANSYS INC  
Form 4  
March 08, 2016

**FORM 4**

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

OMB APPROVAL

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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 \*  
**MORLEY BRADFORD C**

(Last) (First) (Middle)

**2600 ANSYS  
DRIVE, SOUTHPOINTE**

(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)  
**03/04/2016**

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 03/04/2016                           |  | M                              | 4,000   | A \$ 40.89  | 20,200 <sup>(1)</sup>                                    | D                                 |
| Common Stock                    | 03/04/2016                           |  | M                              | 4,000   | A \$ 44.62  | 24,200 <sup>(1)</sup>                                    | D                                 |
| Common Stock                    | 03/04/2016                           |  | M                              | 4,000   | A \$ 45.39  | 28,200 <sup>(1)</sup>                                    | D                                 |
| Common Stock                    | 03/04/2016                           |  | M                              | 4,000   | A \$ 40.87  | 32,200 <sup>(1)</sup>                                    | D                                 |
| Common Stock                    | 03/04/2016                           |  | M                              | 4,000   | A \$ 48.97  | 36,200 <sup>(1)</sup>                                    | D                                 |

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Common Stock 03/04/2016 S 25,000 D (2) 11,200 (1) 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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option To Purchase                         | \$ 40.89   | 03/04/2016                           |  | M                              | 4,000   | <u>(3)</u> 11/16/2016                                    | Common Stock  | 4,000                         |
| Option To Purchase                         | \$ 44.62   | 03/04/2016                           |  | M                              | 4,000   | <u>(4)</u> 03/02/2017                                    | Common Stock  | 4,000                         |
| Option To Purchase                         | \$ 45.39   | 03/04/2016                           |  | M                              | 4,000   | <u>(5)</u> 05/17/2017                                    | Common Stock  | 4,000                         |
| Option To Purchase                         | \$ 40.87   | 03/04/2016                           |  | M                              | 4,000   | <u>(6)</u> 08/16/2017                                    | Common Stock  | 4,000                         |
| Option To Purchase                         | \$ 48.97   | 03/04/2016                           |  | M                              | 4,000   | <u>(7)</u> 11/15/2017                                    | Common Stock  | 4,000                         |

## Reporting Owners

| Reporting Owner Name / Address        | Relationships |           |         |       |
|---------------------------------------|---------------|-----------|---------|-------|
|                                       | Director      | 10% Owner | Officer | Other |
| MORLEY BRADFORD C<br>2600 ANSYS DRIVE |               |           |         |       |

SOUTHPOINTE  
CANONSBURG, PA 15317

## Signatures

Sheila S. DiNardo,  
Attorney-in-Fact

03/08/2016

\_\_\_\_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 11,200 Deferred Stock Units.  
The trade was executed in a series of transactions with a price range of \$87.06 to \$87.57, inclusive, with a weighted average price of \$87.434010. The reporting person undertakes to provide to ANSYS, Inc., any security holder of ANSYS, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (2) The option grant of 4,000 shares granted on 11/16/2009 vests 25% annually in equal installments beginning on the first anniversary of the grant.
- (3) The option grant of 4,000 shares granted on 03/02/2010 vests 25% annually in equal installments beginning on the first anniversary of the grant.
- (4) The option grant of 4,000 shares granted on 05/17/2010 vests 25% annually in equal installments beginning on the first anniversary of the grant.
- (5) The option grant of 4,000 shares granted on 08/16/2010 vests 25% annually in equal installments beginning on the first anniversary of the grant.
- (6) The option grant of 4,000 shares granted on 11/15/2010 vests 25% annually in equal installments beginning on the first anniversary of the grant.
- (7) The option grant of 4,000 shares granted on 11/15/2010 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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