**ANSYS INC** Form 4 October 19, 2016

## 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 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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* CASHMAN JAMES E III

> (First) (Middle)

**2600 ANSYS** DRIVE, SOUTHPOINTE

(Street)

2. Issuer Name and Ticker or Trading Symbol

ANSYS INC [ANSS]

3. Date of Earliest Transaction (Month/Day/Year) 10/17/2016

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

(Check all applicable)

Director 10% Owner Officer (give title \_ Other (specify

below) below) **CEO** 

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

CANONSBURG, PA 15367

(City)	(State)	(Zip) 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)	A. Deemed 3. 4. Securities Acquired Execution Date, if Transaction(A) or Disposed of (D) ny Code (Instr. 3, 4 and 5)			5. Amount of Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock (1)	10/17/2016		Code V M(1)	Amount 15,000 (1)	or (D)	Price \$ 38.75	(Instr. 3 and 4) 365,867 (3)	D		
Common Stock (1)	10/17/2016		M(1)	20,000 (1)	A	\$ 28.4	385,867 <u>(3)</u>	D		
Common Stock (1)	10/17/2016		S(1)	35,000 (1)	D	<u>(2)</u>	350,867 <u>(3)</u>	D		
Common Stock							64,500	I	Reflects shares held in a family limited partnership.	

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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. Transactic Code (Instr. 8)	FransactionDerivative Code Securities		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
Option To Purchase	\$ 38.75	10/17/2016		M <u>(1)</u>		15,000 (1)	<u>(4)</u>	11/15/2017	Common Stock	15,000
Option To Purchase	\$ 28.4	10/17/2016		M <u>(1)</u>		20,000 (1)	<u>(5)</u>	11/14/2018	Common Stock	20,000

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CASHMAN JAMES E III							
2600 ANSYS DRIVE			CEO				
SOUTHPOINTE			CEO				
CANONSBURG, PA 15367							

# **Signatures**

Sheila S. DiNardo,
Attorney-in-Fact

\*\*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) Pursuant to a 10b5-1 plan currently in place.

Reporting Owners 2

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- The trade was executed in a series of transactions with a price range of \$90.52 to \$91.52, inclusive, with a weighted average price of \$90.910367. 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.
- (3) Includes 65,250 Restricted Stock Units.
- (4) The option grant of 110,000 shares granted on 11/15/2007 vests 25% annually in equal installments beginning on the first anniversary of the grant.
- (5) The option grant of 100,000 shares granted on 11/14/2008 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.