

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-15** | Period of Report: **2013-01-11**
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REPORTING OWNER

Fredberg Joshua

CIK: **1476567**

Type: **4** | Act: **34** | File No.: **000-20853** | Film No.: **13529654**

Mailing Address

275 TECHNOLOGY DR
CANONSBURG PA 15317

ISSUER

ANSYS INC

CIK: **1013462** | IRS No.: **043219960** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **7372** Prepackaged software

Mailing Address

275 TECHNOLOGY DRIVE,
SOUTHPOINTE
CANONSBURG PA 15317

Business Address

275 TECHNOLOGY DRIVE,
SOUTHPOINTE
CANONSBURG PA 15317
4127643304

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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. Name and Address of Reporting Person Fredberg Joshua			2. Issuer Name and Ticker or Trading Symbol ANSYS INC [ANSS]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) VICE PRESIDENT, MARKETING		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/11/2013					
SOUTHPOINTE, 275 TECHNOLOGY DR.			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) CANONSBURG, PA 15317								
(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)	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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price				
Common Stock	01/11/2013		M	(L)	1,700	(L)	A (L)	\$40.89	3,043	D	
Common Stock	01/11/2013		S	(L)	1,700	(L)	D (L)	\$73 (L)	1,343	D	
Common Stock	01/14/2013		M	(L)	900	(L)	A (L)	\$40.89 (L)	2,243	D	
Common Stock	01/14/2013		S	(L)	900	(L)	D (L)	\$73 (L)	1,343	D	
Common Stock	01/14/2013		M		3,500		A	\$40.89	4,843	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Option To Purchase	\$40.89	01/11/2013		<u>M</u> ⁽¹⁾		1,700 ⁽¹⁾	⁽²⁾	11/16/2019	Common Stock	1,700	\$ 0	26,155	D	
Option To Purchase	\$40.89	01/14/2013		<u>M</u> ⁽¹⁾		900 ⁽¹⁾	⁽²⁾	11/16/2019	Common Stock	900	\$ 0	25,255	D	
Option To Purchase	\$40.89	01/14/2013		<u>M</u>		3,500	⁽²⁾	11/16/2019	Common Stock	3,500	\$ 0	21,755	D	

Explanation of Responses:

1. Pursuant to a 10b5-1 plan currently in place.
2. The option grant of 35,000 shares granted on 11/16/2009 vests 25% annually in equal installments beginning on the first anniversary of the grant.

Signatures

Annette Arribas, Attorney-in-Fact

** Signature of Reporting Person

01/15/2013

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.