

SHIELDS MARIA T
Form 4
March 04, 2019

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
SHIELDS MARIA T

2. Issuer Name and Ticker or Trading Symbol
ANSYS INC [ANSS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2600 ANSYS
DRIVE, SOUTHPOINTE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/28/2019

____ Director
____ Officer (give title below)
____ 10% Owner
____ Other (specify below)
CFO & VP Finance and Admin.

CANONSBURG, PA 15317

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

(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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	02/28/2019		M		12,000 A \$ 48.97	113,725 ⁽¹⁾	D
Common Stock	02/28/2019		M		1,704 A \$ 58.67	115,429 ⁽¹⁾	D
Common Stock	02/28/2019		S		2,494 D \$ 180.23	112,935 ⁽¹⁾	D
Common Stock	02/28/2019		S		1,900 D \$ 181.4	111,035 ⁽¹⁾	D
Common Stock	02/28/2019		S		6,210 D \$ 182.56	104,825 ⁽¹⁾	D

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						(4)		
Common Stock	02/28/2019	S	2,500	D	\$	183.51	102,325 (1)	D
					(5)			
Common Stock	02/28/2019	S	500	D	\$	184.14	101,825 (1)	D
					(6)			
Common Stock	02/28/2019	S	100	D	\$	186	101,725 (1)	D
Common Stock	03/03/2019	F	1,278 (7)	D	\$	182.23	100,447 (8)	D

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. 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	\$ 48.97	02/28/2019		M	12,000	(9) 11/15/2020	Common Stock	12,000
Option To Purchase	\$ 58.67	02/28/2019		M	1,704	(10) 11/14/2021	Common Stock	1,704

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHIELDS MARIA T 2600 ANSYS DRIVE SOUTHPOINTE			CFO & VP Finance and Admin.	

CANONSBURG, PA 15317

Signatures

Janet Lee,
Attorney-in-Fact

03/04/2019

__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 27,271 Restricted Stock Units.

The trade was executed in a series of transactions with a price range of \$180.00 to \$180.99, inclusive, with a weighted average price of \$180.23. 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 trade was executed in a series of transactions with a price range of \$181.00 to \$181.98, inclusive, with a weighted average price of \$181.40. 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)

The trade was executed in a series of transactions with a price range of \$182.00 to \$182.99, inclusive, with a weighted average price of \$182.56. 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.
- (4)

The trade was executed in a series of transactions with a price range of \$183.00 to \$183.98, inclusive, with a weighted average price of \$183.51. 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.
- (5)

The trade was executed in a series of transactions with a price range of \$184.00 to \$184.35, inclusive, with a weighted average price of \$184.14. 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.
- (6) Shares withheld for payment of taxes in connection with the vesting of time-based Restricted Stock Units.
- (7) Includes 24,334 Restricted Stock Units.
- (8) The option grant of 28,958 shares granted on 11/15/2010 vested 25% annually in equal installments beginning on the first anniversary of the grant.
- (9) The option grant of 1,704 shares granted on 11/14/2011 vested 25% annually in equal installments beginning on the first anniversary of the grant.
- (10)

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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