

MAHONEY RICHARD S.
Form 4
January 07, 2019

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 *
MAHONEY RICHARD S.

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)

3. Date of Earliest Transaction (Month/Day/Year)
01/03/2019

____ Director _____ 10% Owner
____ Officer (give title below) _____ Other (specify below)

2600 ANSYS DR.

VP, WORLDWIDE SALES & SUPPORT

(Street)

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

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)
Common Stock	01/03/2019		M	(A) or (D) V Amount Price 7,500 (1) A \$ 92.49	29,757 (2)	D	
Common Stock	01/03/2019		S	(A) or (D) V Amount Price 2,500 (1) D \$ 139.37 (3)	27,257 (2)	D	
Common Stock	01/03/2019		S	(A) or (D) V Amount Price 1,850 (1) D \$ 140.31 (4)	25,407 (2)	D	
Common Stock	01/03/2019		S	(A) or (D) V Amount Price 3,597 (1) D \$ 141.09 (5)	21,810 (2)	D	

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Common Stock 01/03/2019 S 400 ⁽¹⁾ D 141.98 ⁽⁶⁾ 21,410 ⁽²⁾ D

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

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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	\$ 0	01/03/2019		M	7,500	⁽⁷⁾ 12/30/2026	Common Stock	7,500

Reporting Owners

Reporting Owner Name / Address	Relationships
MAHONEY RICHARD S. 2600 ANSYS DR. CANONSBURG, PA 15317	Director 10% Owner Officer Other VP, WORLDWIDE SALES & SUPPORT

Signatures

Janet Lee,
Attorney-in-Fact 01/07/2019

**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) Pursuant to a Rule 10b5-1 plan currently in place.
- (2) Includes 21,410 Restricted Stock Units.

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(3) The sales were executed in a series of transactions with a price range of \$138.77 to \$139.76, inclusive, with a weighted average price of \$139.37. 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 sales were executed in a series of transactions with a price range of \$139.79 to \$140.78, inclusive, with a weighted average price of \$140.31. 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 sales were executed in a series of transactions with a price range of \$140.79 to \$141.71, inclusive, with a weighted average price of \$141.09. 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) The sales were executed in a series of transactions with a price range of \$141.97 to \$142.00, inclusive, with a weighted average price of \$141.98. 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.

(7) The option grant of 30,000 shares granted on 12/30/2016 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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