

ANSYS INC
Form 8-K
May 22, 2007

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

FORM 8-K

CURRENT REPORT

**PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of Earliest Event Reported): May 18, 2007

ANSYS, INC.

(Exact Name of Registrant as Specified in its Charter)

| | | |
|--|--|--|
| Delaware (State or Other Jurisdiction of Incorporation or Organization) | 0-20853 (Commission File Number) | 04-3219960 (I.R.S. Employer Identification No.) |
|--|--|--|

275 Technology Drive, Canonsburg, PA
(Address of Principal Executive Offices)

15317
(Zip Code)

(Registrant's Telephone Number, Including Area Code) **(724) 746-3304**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02. Departure of Directors or Certain Officers, Election of Directors, Appointment of Certain Officers, Compensatory Arrangements of Certain Officers.

On May 18, 2007, the Board of Directors of ANSYS, Inc. (the "Company") elected Michael C. Thurk as a Class II Director to the Board of Directors to serve until the 2010 Annual Meeting of Stockholders or until his successor is elected and qualified or until his earlier death, resignation or removal. The Board of Directors has also appointed Mr. Thurk to the Audit Committee. In connection with his service to the Company as a director, Mr. Thurk will be entitled to receive compensation consistent with that of the Company's other non-affiliate independent directors who are not employees of the Company, as described in the Company's definitive proxy statement filed with the Securities and Exchange Commission on April 9, 2007 under the caption, "Our Board of Directors - Director Compensation," which portion of such proxy statement is incorporated herein by reference.

Mr. Thurk was not selected as a director pursuant to any arrangement or understanding between Mr. Thurk and any other persons.

Since the beginning of the Company's last fiscal year, there was no transaction or series of similar transactions, nor is there any currently proposed transaction or series of similar transactions, to which the Company or any of its subsidiaries was or is to be a party, in which the amount involved exceeds \$120,000 and in which Mr. Thurk, or members of his immediately family, had or will have a direct or indirect material interest, other than his director compensation arrangements.

On May 22, 2007, the Company issued a press release in connection with Mr. Thurk's election to the Board. The full text of the press release is set forth in Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

| <u>Exhibit Number</u> | <u>Description</u> |
|-----------------------|--|
| 99.1 | ANSYS, Inc. press release dated May 22, 2007 entitled "Michael C. Thurk Named to ANSYS, Inc. Board of Directors" |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ANSYS, INC.

Date: May 22, 2007

By: /s/ Sheila S. DiNardo
Sheila S. DiNardo - Vice President,
General Counsel & Secretary

EXHIBIT INDEX

Exhibit Number Description

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