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ANSYS INC  
Form SC 13G  
February 14, 2002

OMB APPROVAL

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(AMENDMENT NO. \_\_\_\_\_) \*

Ansys, Inc.  
(Name of Issuer)

Common Stock Par Value \$.01  
(Title of Class of Securities)

03662Q 10 5  
(CUSIP Number)

Check the following box if a fee is being paid with this statement / /. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed

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to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SEC 1745(10-88)

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|           |                                       |   |                 |
|-----------|---------------------------------------|---|-----------------|
| -----     |                                       | -----                                   |                 |
| CUSIP NO. | 03662Q 10 5                           | 13G                                     | PAGE 2          |
| -----     |                                       | -----                                   |                 |
| 1         | NAME OF REPORTING PERSON              | S.S. OR I.R.S IDENTIFICATION NO.        | OF ABOVE PERSON |
|           | Advent VII L.P.                       | 04-3181563                              |                 |
|           | Advent Industrial II L.P.             | 51-0314268                              |                 |
|           | Advent New York L.P.                  | 04-3095408                              |                 |
|           | Advent Atlantic and Pacific II L.P.   | 04-3123521                              |                 |
|           | TA Venture Investors L.P.             | 04-3068354                              |                 |
|           | TA Associates VII L.P.                | 04-3181563                              |                 |
|           | TA Associates Inc.                    | 04-3205751                              |                 |
|           | TA Associates Service Corporation     | 04-3214469                              |                 |
| -----     |                                       | -----                                   |                 |
| 2         | CHECK THE BOX IF A MEMBER OF A GROUP* | (a) <input checked="" type="checkbox"/> |                 |
|           |                                       | (b) <input type="checkbox"/>            |                 |
| -----     |                                       | -----                                   |                 |
| 3         | SEC USE ONLY                          |   |                 |
| -----     |                                       | -----                                   |                 |
| 4         | CITIZENSHIP OR PLACE OF ORGANIZATION  |   |                 |
|           | Advent VII L.P.                       | Delaware                                |                 |
|           | Advent Industrial II L.P.             | Delaware                                |                 |
|           | Advent New York L.P.                  | Delaware                                |                 |
|           | Advent Atlantic and Pacific II L.P.   | Delaware                                |                 |
|           | TA Venture Investors L.P.             | Massachusetts                           |                 |
|           | TA Associates VII L.P.                | Delaware                                |                 |
|           | TA Associates Inc.                    | Delaware                                |                 |
|           | TA Associates Service Corporation     | Massachusetts                           |                 |
| -----     |                                       | -----                                   |                 |
|           | 5                                     | SOLE VOTING POWER                       |                 |
|           |                                       | Advent VII L.P.                         | 0               |
|           |                                       | Advent Industrial II L.P.               | 0               |
|           | NUMBER OF                             | Advent New York L.P.                    | 0               |
|           |                                       | Advent Atlantic and Pacific II L.P.     | 0               |
|           | SHARES                                | TA Venture Investors L.P.               | 0               |
|           |                                       | TA Associates VII L.P.                  | 0               |
|           | BENEFICIALLY                          | TA Associates Inc.                      | 0               |
|           |                                       | TA Associates Service Corporation       | 0               |

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OWNED BY -----  
 6 SHARED VOTING POWER  
 EACH  
 N/A  
 REPORTING -----  
 7 SOLE DISPOSITIVE POWER  
 PERSON  
 WITH Advent VII L.P. 0  
 Advent Industrial II L.P. 0  
 Advent New York L.P. 0  
 Advent Atlantic and Pacific II L.P. 0  
 TA Venture Investors L.P. 0  
 TA Associates VII L.P. 0  
 TA Associates Inc. 0  
 TA Associates Service Corporation 0  
 -----  
 8 SHARED DISPOSITIVE POWER  
 N/A

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Advent VII L.P. 0  
 Advent Industrial II L.P. 0  
 Advent New York L.P. 0  
 Advent Atlantic and Pacific II L.P. 0  
 TA Venture Investors L.P. 0  
 TA Associates VII L.P. 0  
 TA Associates Inc. 0  
 TA Associates Service Corporation 0

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

Advent VII L.P. 0%  
 Advent Industrial II L.P. 0%  
 Advent New York L.P. 0%  
 Advent Atlantic and Pacific II L.P. 0%  
 TA Venture Investors L.P. 0%  
 TA Associates VII L.P. 0%  
 TA Associates Inc. 0%  
 TA Associates Service Corporation 0%

12 TYPE OF REPORTING PERSON

Each entity is a Limited Partnership, except for TA Associates, Inc. and TA Associates Service Corporation which are Corporations.

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SEE INSTRUCTION BEFORE FILLING OUT!

ATTACHMENT TO FORM 13G

PAGE 3

ITEM 1 (a) NAME OF ISSUER: Ansys, Inc.

ITEM 1 (b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:  
 P.O. Box 65  
 Houston, PA 15342

ITEM 2 (a) NAME OF PERSON FILING:

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Advent VII L.P.  
 Advent Industrial II L.P  
 Advent New York L.P.  
 Advent Atlantic and Pacific II L.P.  
 TA Venture Investors L.P.  
 TA Associates VII L.P.  
 TA Associates Inc.  
 TA Associates Service Corporation

ITEM 2 (b) ADDRESS OF PRINCIPAL BUSINESS OFFICE:  
 c/o TA Associates  
 125 High Street, Suite 2500  
 Boston, MA 02110

ITEM 2 (c) CITIZENSHIP: Not Applicable

ITEM 2 (d) TITLE AND CLASS OF SECURITIES: Common

ITEM 2 (e) CUSIP NUMBER: 03662Q 10 5

ITEM 3 IF THIS STATEMENT IS FILED PURSUANT TO RULES 13d-1 (b) OR 13d-2 (b), CHECK WHETHER THE PERSON FILING IS a: Not Applicable

ITEM 4 OWNERSHIP

| ITEM 4 (a) AMOUNT BENEFICIALLY OWNED: | COMMON STOCK |
|---------------------------------------|--------------|
|                                       | -----        |
| Advent VII L.P.                       | 0            |
| Advent Industrial II L.P.             | 0            |
| Advent New York L.P.                  | 0            |
| Advent Atlantic and Pacific II L.P.   | 0            |
| TA Venture Investors L.P.             | 0            |
| TA Associates VII L.P.                | 0            |
| TA Associates Inc.                    | 0            |
| TA Associates Service Corporation     | 0            |

| ITEM 4 (b) PERCENT OF CLASS         | PERCENTAGE |
|-------------------------------------|------------|
|                                     | -----      |
| Advent VII L.P.                     | 0%         |
| Advent Industrial II L.P.           | 0%         |
| Advent New York L.P.                | 0%         |
| Advent Atlantic and Pacific II L.P. | 0%         |
| TA Venture Investors L.P.           | 0%         |
| TA Associates VII L.P.              | 0%         |
| TA Associates Inc.                  | 0%         |
| TA Associates Service Corporation   | 0%         |

ITEM 4 (c) NUMBER OF SHARES AS TO WHICH SUCH PERSON HAS:

| (i) SOLE POWER TO VOTE OR DIRECT THE VOTE: | COMMON STOCK |
|--|--------------|
|  | -----        |
| Advent VII L.P.                            | 0            |
| Advent Industrial II L.P.                  | 0            |
| Advent New York L.P.                       | 0            |
| Advent Atlantic and Pacific II L.P.        | 0            |
| TA Venture Investors L.P.                  | 0            |
| TA Associates VII L.P.                     | 0            |
| TA Associates Inc.                         | 0            |
| TA Associates Service Corporation          | 0            |

(ii) SHARED POWER TO VOTE OR DIRECT THE VOTE: N/A

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(iii) SOLE POWER TO DISPOSE OR DIRECT THE DISPOSITION:

|                                     | COMMON STOCK |
|-------------------------------------|--------------|
|                                     | -----        |
| Advent VII L.P.                     | 0            |
| Advent Industrial II L.P.           | 0            |
| Advent New York L.P.                | 0            |
| Advent Atlantic and Pacific II L.P. | 0            |
| TA Venture Investors L.P.           | 0            |
| TA Associates VII L.P.              | 0            |
| TA Associates Inc.                  | 0            |
| TA Associates Service Corporation   | 0            |

(iv) SHARED POWER TO DISPOSE OR DIRECT THE DISPOSITION N/A

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- ITEM 5 OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS: Not Applicable
- ITEM 6 OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:  
Not Applicable
- ITEM 7 IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY THAT ACQUIRED  
THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:  
Not Applicable
- ITEM 8 IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP: This  
schedule 13G is filed pursuant to Rule 13d-1 (c). For the agreement  
of group members to a joint filing, see below.
- ITEM 9 NOTICE OF DISSOLUTION OF GROUP: Not Applicable
- ITEM 10 CERTIFICATION: Not Applicable

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

2/7/02

-----  
Date

/s/ Thomas P. Alber

-----  
Signature

Chief Financial Officer

-----  
Name/Title