PUBLIC

UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

PUBLIC

CERTIFICATE OF SERVICE AND ELECTRONIC FILING

The undersigned certifies that on January 31, 2002, I caused a copy of the attached ANSYS, INC.'S MOTION TO FILE THE ATTACHED REPLY IN FURTHER

[redacted]

SUPPORT OF ITS MOTION TO LIMIT MSC's SUBPOENA *DUCES TECUM* to be served upon the following persons by hand:

The Honorable D. Michael Chappell
Administrative Law Judge
Federal Trade Commission
601 Pennsylvania Avenue, N.W.
Washington, DC 20580

Karen Mills, Esquire
Federal Trade Commission
601 Pennsylvania Avenue, N.W.
Washington DC 20580

Richard B. Dagen, Assistant Director

P. Abbot McCartney

[redacted]

PUBLIC

UNITED STATES OF AMERICA

IN THE MATTER OF)
)

PUBLIC

UNITED STATES OF AMERICA

[redacted]

IN THE MATTER OF	)	
MSC.SOFTWARE CORPORATION,	)	Docket No. 9299
a corporation	)	

ANSYS, INC.'S REPLY IN FURTHER SUPPORT OF ITS MOTION TO LIMIT MSC's SUBPOENA *DUCES TECUM* SERVED BY MSC

[redacted]

e.g., Third Party ANSYS, Inc.'s Motion to Extend Time To Respond And/or Move To Limit or Quash Subpoena *Duces Tecum* Served By MSC.Software Corporation, at 1-2. The problem is

[redacted]

regardless of whether the information therein is material, or merely duplicative, or can readily be obtained in a far more efficient fashion.

[redacted]

communications from ANSYS concerning any offers should be directed to MSC's antitrust

[redacted]

MSC is a suspiciously convenient (and transparent) attempt to gain access to ANSYS' negotiating strategy.

B. MSC's "Two Small Modifications" are Not Small at All.

MSC asserts that "two small modifications whom to ask and what to ask for – to ANSYS' Proposed Search is all that is necessary to provide MSC with the evidence that it needs

[redacted]

[redacted]

same name has no competitive significance.

[redacted]

instance, MSC demands not only documents related to the acquisition of solver producers, but

company of any sort. And MSC demands financial[2] and pricing information not only for ANSYS' solver sales, but also for every other product or service. MSC Br. at 13-14. MSC's

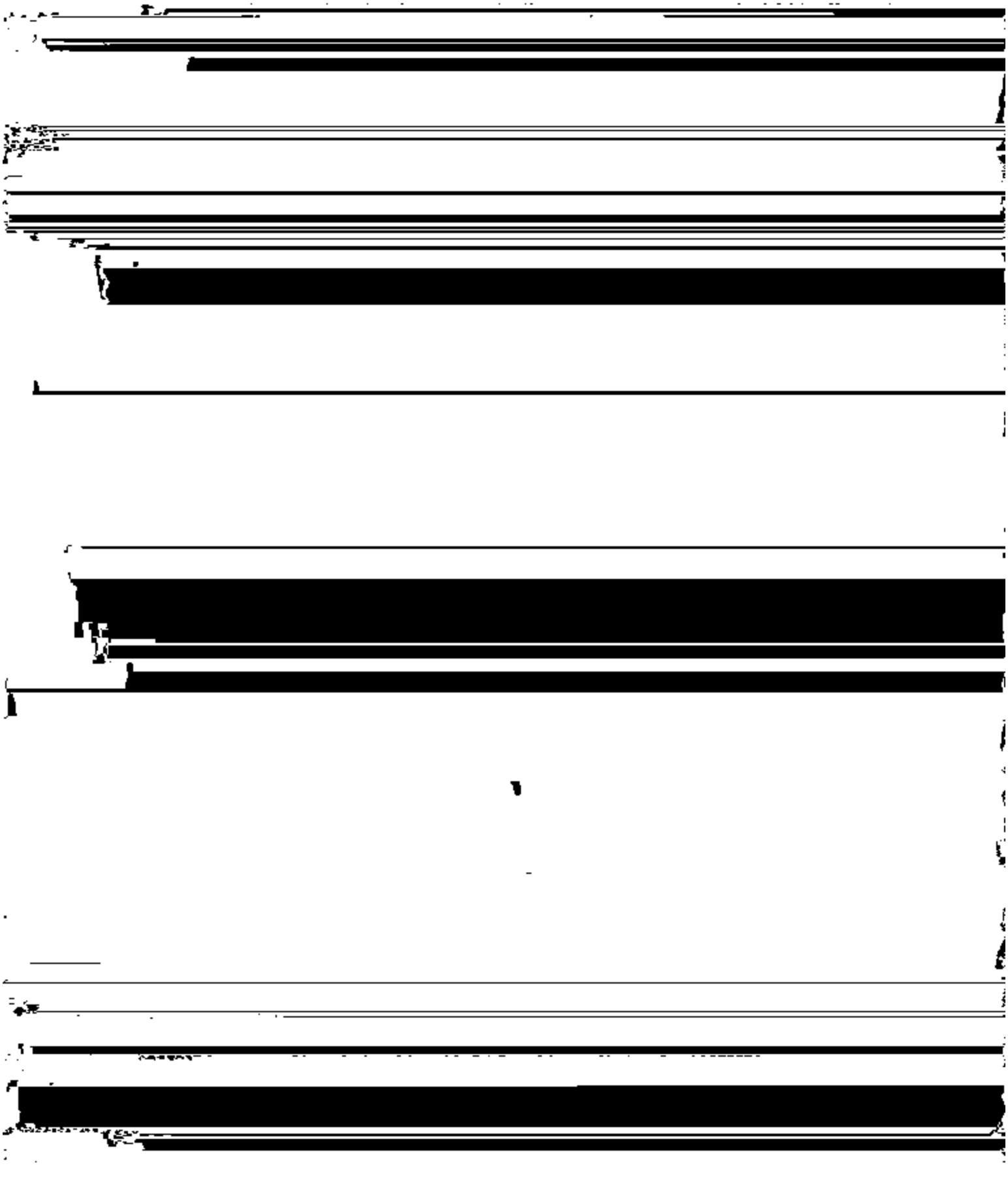

EXHIBIT A

KIRKLAND & ELLIS

PARTNERSHIPS INCLUDING PROFESSIONAL CORPORATIONS

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Washington, D.C. 20005

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December 20, 2001

VIA FACSIMILE

Thomas A. Donovan, Esq.
Kirkpatrick & Lockhart LLP
535 Smithfield Street
Pittsburgh, PA 15222-2313

Re: *In the matter of MSC.Software Corporation*, Docket No. 9299 (F.T.C.)

Dear Tom:

[redacted]

KIRKLAND & ELLIS

ANSYS's December 11th proposal makes clear why you wanted to claim such a privilege. It is obvious that ANSYS views the UAI and CSAR codes as essentially worthless and competitively insignificant, a fact that cannot be hidden. Mr. Wheeler's latest letter further confirms the fact that, in ANSYS's view, an MSC clone, created at MSC' s expense, and placed under ANSYS's control is worth a mere $500,000. This is powerful evidence of the highly competitive nature of the FEA/CAD market, and the inability of existing players to earn

[redacted]

In any event, while MSC would have preferred to settle this burdensome litigation and spend all of its resources competing in the marketplace, it is clear that ANSYS hopes to

[redacted]

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