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ASPEN TECHNOLOGY INC /DE/  
Form 8-K  
July 06, 2004

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
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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): July 6, 2004

ASPEN TECHNOLOGY, INC.  
(Exact Name of Registrant as Specified in Charter)

|   |                             |                                      |
|---|-----------------------------|--------------------------------------|
| Delaware  | 0-24786                     | 04-2739697                           |
| -----   |                             |                                      |
| (State or Other Jurisdiction<br>of Incorporation) | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |
| Ten Canal Park, Cambridge, Massachusetts          |                             | 02141                                |
| -----   |                             |                                      |
| (Address of Principal Executive Offices)          |                             | (Zip Code)                           |

Registrant's telephone number, including area code: (617) 949-1000

ITEM 5. OTHER EVENTS.

On July 6, 2004, we issued a press release with respect to recent proceedings in the Federal Trade Commission's pending complaint against us. The full text of the press release is attached as Exhibit 99.1 to this report and is incorporated by reference herein.

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION  
AND EXHIBITS.

(a) FINANCIAL STATEMENTS OF BUSINESS ACQUIRED

Not applicable.

(b) PRO FORMA FINANCIAL INFORMATION

Not applicable.

(c) EXHIBITS

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99.1 Press release issued by Aspen Technology, Inc. on July 6, 2004.

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SIGNATURE

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 thereunto duly authorized.

ASPEN TECHNOLOGY, INC.

Dated: July 6, 2004

By: /s/ Charles F. Kane

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Charles Kane  
Senior Vice President and  
Chief Financial Officer

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EXHIBIT INDEX

| Exhibit No. | Description   |
|-------------|---|
| -----       | -----   |
| 99.1        | Press release issued by Aspen Technology, Inc. on July 6, 2004. |