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ASPEN TECHNOLOGY INC /DE/  
Form 8-K  
July 03, 2002

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 3, 2002

ASPEN TECHNOLOGY, INC.  
(Exact name of registrant as specified in its charter)

DELAWARE

0-24786

04-2739697

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(State or other jurisdiction of  
incorporation or organization)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

Ten Canal Park, Cambridge, Massachusetts 02141

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(Address of principal executive office and zip code)

(617) 949-1000

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(Registrant's telephone number, including area code)

ITEM 5. OTHER EVENTS.

On July 3, 2002, Aspen Technology, Inc. issued a press release announcing preliminary financial results for the fiscal quarter ended June 30, 2002. A copy of the press release is attached hereto as Exhibit 99.

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.

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(c) Exhibits

EXHIBIT NUMBER -----	DESCRIPTION -----
99	Press release.

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 3, 2002

By: /s/ Lisa W. Zappala

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Lisa W. Zappala  
Senior Vice President and  
Chief Financial Officer