ASPEN TECHNOLOGY INC /DE/
Form 3
October 01, 2015

FORM 3

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

OMB APPROVAL

OMB Number:	3235-0104
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Â Johnsen Karl E
(Last) (First) (Middle)

C/O ASPEN TECHNOLOGY, INC.,Â 20 CROSBY DRIVE
(Street)

BEDFORD,Â MAÂ 01730
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
10/01/2015

3. Issuer Name **and** Ticker or Trading Symbol
ASPEN TECHNOLOGY INC /DE/ [AZPN]

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director _____ 10% Owner
__X__ Officer _____ Other
(give title below) (specify below)
Senior Vice President and CFO

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	4,942	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title			

	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	Â (1)	11/24/2023	Common Stock	1,451	$ 38.71	D	Â
Employee Stock Option (Right to Buy)	Â (2)	07/31/2024	Common Stock	1,870	$ 43.44	D	Â
Employee Stock Option (Right to Buy)	Â (3)	08/02/2025	Common Stock	2,471	$ 44.38	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Johnsen Karl E C/O ASPEN TECHNOLOGY, INC. 20 CROSBY DRIVE BEDFORD,Â MAÂ 01730	Â	Â	Â Senior Vice President and CFO	Â

Signatures

/s/ Karl E. Johnsen	10/01/2015
**Signature of Reporting Person	Date

Explanation of Responses:

- ***** If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ****** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- **(1)** The option granted at an exercise price of $38.71 vests in 16 consecutive equal quarterly installments on the last business day of the quarter, beginning on March 31, 2014.
- **(2)** The option granted at the exercise price of $43.44 vests in 16 consecutive equal quarterly installments on the last business day of the quarter, beginning on September 30, 2014.
- **(3)** The option granted at the exercise price of $44.38 vests in 16 consecutive equal quarterly installments on the last business day of the quarter, beginning on September 30, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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