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ASPEN TECHNOLOGY INC /DE/  
Form 8-K  
August 04, 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): August 4, 2004

ASPEN TECHNOLOGY, INC.

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(Exact name of registrant as specified in charter)

Delaware	0-24786	04-2739697
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(State or other juris- diction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

Ten Canal Park, Cambridge, Massachusetts	02141
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(Address of principal executive offices)	(Zip Code)

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

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(Former name or former address, if changed since last report)

ITEM 5. OTHER EVENTS AND REQUIRED FD DISCLOSURE

On August 4, 2004, Aspen Technology, Inc. announced that Wayne Sim, Senior Vice President -Operations and Chief Product Officer, will resign from the

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company effective as of August 15, 2004.

ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On August 4, 2004, the company also announced its financial results for the fiscal year ended June 30, 2004. The full text of the press release issued in connection with these announcements is attached as Exhibit 99.1 to this Current Report on Form 8-K.

The information in this Item 12 of Form 8-K and the Exhibit attached hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Securities Exchange Act of 1934, except as expressly set forth by specific reference in such a filing.

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 hereunto duly authorized.

Date: August 4, 2004

ASPEN TECHNOLOGY, INC.

By: /s/ Charles F. Kane

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Charles F. Kane  
Senior Vice President and  
Chief Financial Officer

EXHIBIT INDEX

Exhibit No. -----	Description -----
99.1	Press release issued by Aspen Technology, Inc. on August 4, 2004.