FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL										
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  CASEY DONALD P  (Last) (First) (Middle)  C/O ASPEN TECHNOLOGY, INC.  20 CROSBY DRIVE							2. Issuer Name and Ticker or Trading Symbol ASPEN TECHNOLOGY INC /DE/ [ AZPN ]  3. Date of Earliest Transaction (Month/Day/Year) 12/28/2020									elationship of Reporting Per ck all applicable)  Director  Officer (give title below)			rson(s) to Issuer  10% Owner  Other (specify below)	
(Street) BEDFOR	RD M	A	01730 (Zip)		4. 11									6. In Line	lividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person					
Table I - Non-Deriva  1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)					saction	Execution Date,			e, 3	ired, D 3. Transact Code (In: 8)	ion	4. Securities Acquired (A			(A) or	or 5. Amount of		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock <sup>(1)</sup> 12/2					28/202	3/2020		(	Code \	/	Amount 747	(D)		Price \$0 <sup>(2)</sup>	Transact (Instr. 3	ansaction(s) str. 3 and 4)		D	(11341.4)	
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day)	Date,	4. Transa Code (I 8)		of		Expi	6. Date Exercisal Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Sect (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	ly D	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exer	e rcisable		xpiration ate	Title	1	Amount or Number of Shares					
Director Stock Option (Right to Buy)	\$130.51	12/28/2020			A		1,474		12/28	8/2020 <sup>(3)</sup>	1	2/27/2030	Comn		1,474	\$130.51	1,474	1	D	

## **Explanation of Responses:**

- 1. Each Restricted Stock Unit represents a contingent right to receive one share of Aspen Technology, Inc. common stock. The Restricted Stock units were fully vested on the date of grant.
- 2. The Restricted Stock Units were received as a grant for no consideration.
- 3. The option granted at the exercise price of \$130.51 was fully vested on the date of grant.

/s/ F.G. Hammond, attorney-in-12/30/2020 fact for Mr. Casey

\*\* Signature of Reporting Person

Date

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

- \* If the form is filed by more than one reporting person, see Instruction 4 (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).

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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