



## **Bayer and AspenTech Sign a Worldwide Engineering Software License Agreement**

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### ***Leading Chemical Company Extends its Commitment to AspenTech's Integrated Software Solutions For Asset Optimization***

Aspen Technology, Inc., (Nasdaq: AZPN) today announced that it has signed a global software license agreement with the Bayer Group. This new agreement extends the Group's longstanding commitment to AspenTech's engineering software solutions and provides Bayer with worldwide access to the Aspen Engineering Suite(TM) (AES) and training simulator technology. The global agreement incorporates a flexible structure designed to support future organizational changes that will transform Bayer into a management holding company with independent operating subsidiaries. AspenTech recognized license revenue from the agreement in December 2001.

"By licensing the Aspen Engineering Suite products, we are able to address more effectively the engineering and business challenges we face now and in the future," said Dr. Rainer Perne, Head of Mathematical Process Engineering, Bayer AG. "Our experience tells us that the solving power and flexibility of Equation Oriented simulation and optimization technology is critical for our engineers to be able to optimally design and revamp plants. The recent integration of Equation Oriented and Sequential Modular solving techniques within Aspen Plus(R) promises to provide our people with the leading edge simulation and optimization technology needed to ensure Bayer's success."

Hundreds of Bayer engineers worldwide are already using AspenTech's engineering simulation and optimization solutions, and this experience will be extended using the latest generation of AES products. For example, the tremendous knowledge Bayer has captured in custom models using the AES Aspen Custom Modeler(TM) product can be leveraged across the company to significantly increase operational productivity. Using the AES Aspen Kbase(TM) and Aspen Icarus Process Evaluator(TM) products will allow Bayer to quickly carry out an accurate economic evaluation for various projects and enable optimal engineering and business decisions. Additionally, an increasing number of engineers at Bayer will make use of Aspen Plus to take advantage of the new Equation Oriented capabilities to engineer optimal processes. All these elements will help Bayer maximize its return on investment, by determining optimal plant designs and increasing its engineering productivity.

"This extended agreement with Bayer is confirmation of the strong relationship between our two companies, which has led to cooperation and increased value for both of us," commented Larry Evans, Chairman and CEO of AspenTech. "Our long-standing relationship with Bayer AG demonstrates AspenTech's commitment to continuously innovate and deliver integrated value chain solutions that lead directly to substantial business benefits for Bayer."

The Aspen Engineering Suite enables workflow-based solutions integrating best in class engineering and software technologies designed to increase engineering efficiency, return on capital and operational margins. Using these tools, companies can address the challenges specific to their industry: minimizing utility costs, increasing operating margins and maximizing return on capital employed. These results are achieved through enhanced integration, providing seamless data transfer and the reuse of process data and plant models throughout both the innovation and engineering workflow and the lifecycle of the plant.

#### **About the Bayer Group**

Bayer is a diversified, international health care and chemicals company. It is research-based and aims for technological leadership in its core activities. Bayer offers its customers a wide variety of products and services in areas ranging from health care, crop protection and animal health to plastics and specialty chemicals. It manufactures about 10,000 products, ranging from acids and basic chemicals through organic and inorganic intermediates to sales products for manufacturers and consumers. The Bayer Group comprises more than 350 companies in nearly all the countries of the world. For 2000, the group recorded sales of EUR 31 billion and group net income of EUR 1.8 billion. On March 31, 2001 the Bayer Group had 118,600 employees in its continuing operations.

#### **About AspenTech**

Aspen Technology, Inc. is a leading supplier of integrated software and solutions to the process industries. The company's Aspen ProfitAdvantage(TM) solution enables companies to identify and maximize profit opportunities throughout their entire value chain -- from the supply of raw materials, through the production of goods, to the delivery of final products to customers. The Aspen ProfitAdvantage solution encompasses engineering, manufacturing, supply chain and e-business collaboration technologies, providing the tools that enable manufacturers to design, optimize and execute business processes in real time. Over 1,200 leading process companies already rely on AspenTech's 21 years of process industry experience to increase revenues, reduce costs and improve capital efficiency. AspenTech's customers include: Air Liquide, AstraZeneca, Bayer, BASF, BP, Chevron, Dow Chemical, DuPont, ExxonMobil, GlaxoSmithKline, Lyondell Equistar, Merck, Mitsubishi Chemical, and Unilever. For more information, visit <http://www.aspentech.com>.

Certain paragraphs of this press release contain forward-looking statements for purposes of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. For this purpose, any statement using the term "will," "should," "could," "anticipates," "believes" or a comparable term is a forward-looking statement. Actual results may vary significantly from AspenTech's expectations based on a number of risks and uncertainties, including: AspenTech's lengthy sales cycle which makes it difficult to predict quarterly operating results; fluctuations in AspenTech's quarterly operating results; AspenTech's dependence on customers in the cyclical chemicals, petrochemicals and petroleum industries; AspenTech's need to hire additional qualified personnel and its dependence on key current employees; intense competition; AspenTech's dependence on systems integrators and other strategic partners; changes in the market for e-business solutions for AspenTech's customers; increased governmental regulation and

taxation of e-commerce and the Internet; information security and privacy concerns relating to e-commerce; and other risk factors described from time to time in AspenTech's periodic reports and registration statements filed with the Securities and Exchange Commission. AspenTech cannot guarantee any future results, levels of activity, performance, or achievements. Moreover, neither AspenTech nor anyone else assumes responsibility for the accuracy and completeness of any forward-looking statements. AspenTech undertakes no obligation to update any of the forward-looking statements after the date of this press release.

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