

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
 Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
 Definitive Proxy Statement
 Definitive Additional Materials
 Soliciting Material under §240.14a-12

Aspen Technology, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required.
 Fee paid previously with preliminary materials.
 Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.

Your **Vote** Counts!

ASPEN TECHNOLOGY, INC.

2024 Annual Meeting
Vote by December 16, 2024
11:59 PM ET



ASPEN TECHNOLOGY, INC.
20 CROSBY DRIVE
BEDFORD, MA 01730

V57430-P16508

You invested in ASPEN TECHNOLOGY, INC. and it's time to vote!

You have the right to vote on proposals being presented at the 2024 Annual Meeting of Stockholders. **This is an important notice regarding the availability of proxy materials for the stockholder meeting to be held on December 17, 2024.**

Get informed before you vote

View the Notice of Annual Meeting, Proxy Statement and Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to December 3, 2024. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and vote without entering a control number



Vote Virtually at the Meeting*

December 17, 2024
9:00 AM ET

Virtually at:
www.virtualshareholdermeeting.com/AZPN2024

*Please check the meeting materials for information on how to attend the meeting.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. Elect the nominees of the Board of Directors to the board to hold office until the 2025 Annual Meeting of Stockholders. Nominees:	
1a. Patrick M. Antkowiak	✓ For
1b. Thomas F. Bogan	✓ For
1c. Karen M. Golz	✓ For
1d. David J. Henshall	✓ For
1e. Ram R. Krishnan	✓ For
1f. Antonio J. Pietri	✓ For
1g. Arlen R. Shenkman	✓ For
1h. Robert M. Whelan, Jr.	✓ For
2. Ratify the appointment of KPMG LLP as our independent registered public accounting firm for fiscal 2025; and	✓ For
3. Approve, on an advisory basis, the compensation of our named executive officers as identified in the Proxy Statement for the 2024 Annual Meeting of Stockholders.	✓ For

NOTE: Such other business as may properly come before the meeting or any adjournment thereof.