

Pietri Antonio J
 Form 4
 November 29, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN 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 *
 Pietri Antonio J

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 ASPEN TECHNOLOGY, INC., 200 WHEELER ROAD

3. Date of Earliest Transaction (Month/Day/Year)
 11/27/2012

____ Director
 ____ Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
 EVP, Field Operations

(Street)
 BURLINGTON, MA 01803

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

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

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	Amount			
Common Stock							270	I	By IRA
Common Stock							1,068	I	Held by spouse by IRA
Common Stock	11/27/2012		M	8,640	A	\$ 10.42	121,956	D	
Common Stock	11/27/2012		M	11,360	A	\$ 10.42	133,316	D	
	11/27/2012		M	25,555	A	\$ 10.93	158,871	D	

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Common
Stock

Common Stock	11/27/2012	S	68,631 (4)	D	\$ 25.8812	90,240	D
Common Stock	11/28/2012	M	1,837	A	\$ 10.93	92,077	D
Common Stock	11/28/2012	S	1,837 (5)	D	\$ 25.5512	90,240	D

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

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.

SEC 1474
(9-02)

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 Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 10.42	11/27/2012		M	8,640	(1) 11/16/2016	Common Stock 8,640
Employee Stock Option (Right to Buy)	\$ 10.42	11/27/2012		M	11,360	(2) 11/16/2016	Common Stock 11,360
Employee Stock Option (Right to Buy)	\$ 10.93	11/27/2012		M	25,555	(3) 08/01/2020	Common Stock 25,555
Employee Stock Option	\$ 10.93	11/28/2012		M	1,837	(3) 08/01/2020	Common Stock 1,837

