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ASPEN TECHNOLOGY INC /DE/  
Form 8-K  
October 10, 2002

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): October 7, 2002  
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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 Jurisdiction of Incorporation)	(Commission File No.)	(I.R.S. Employer Identification No.)

Ten Canal Park, Cambridge, Massachusetts 02141  
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(Address of Principal Executive Office and Zip Code)

(617) 949-1000  
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(Registrant's Telephone Number, Including Area Code)

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ITEM 5. OTHER EVENTS.

On October 7, 2002, Aspen Technology, Inc. issued a press release announcing preliminary financial results for the fiscal quarter ended September 30, 2002. A copy of the press release is attached hereto as Exhibit 99.

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.

(a) Financial Statements of Business Acquired

Not applicable.

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(b) Pro Forma Financial Information

Not applicable.

(c) Exhibits

EXHIBIT NUMBER -----	DESCRIPTION -----
99	Press release.

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 thereunto duly authorized.

Dated: October 10, 2002

ASPEN TECHNOLOGY, INC.

By: /s/ Lisa W. Zappala

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Lisa W. Zappala  
Senior Vice President and  
Chief Financial Officer