

WISE R HALSEY
Form 4
September 06, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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).

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 *
WISE R HALSEY

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)
135 PONTE VEDRA BLVD.

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/04/2018

Director 10% Owner
 Officer (give title below) Other (specify below)

PONTE VEDRA BEACH, FL 32082

(City) (State) (Zip)

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

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 Ownership (Instr. 4)		
				(A) or (D)	Price				
Common Stock ⁽¹⁾	09/04/2018		A	V	845	A	\$ 0 (2)	4,690	D

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

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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)
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Director	Stock	Option	\$	09/04/2018	A	1,605	09/04/2018 ⁽³⁾	09/03/2028	Common Stock	1,605									
<table border="0" style="width: 100%;"> <tr> <td style="width: 30%;"></td> <td style="width: 10%; text-align: center;">Code</td> <td style="width: 5%; text-align: center;">V</td> <td style="width: 10%; text-align: center;">(A)</td> <td style="width: 10%; text-align: center;">(D)</td> <td style="width: 10%; text-align: center;">Date Exercisable</td> <td style="width: 10%; text-align: center;">Expiration Date</td> <td style="width: 10%; text-align: center;">Title</td> <td style="width: 15%; text-align: center;">Amount or Number of Shares</td> </tr> </table>												Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares											

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
WISE R HALSEY 135 PONTE VEDRA BLVD. PONTE VEDRA BEACH, FL 32082	X

Signatures

/s/ Frederic G. Hammond, attorney-in-fact for R. Halsey Wise	09/06/2018
**Signature of Reporting Person	Date

Explanation of Responses:

- * 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).
- (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 \$115.36 was fully vested on the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.