



DIVISION OF
CORPORATION FINANCE

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

May 12, 2015

Antonio J. Pietri
President and Chief Executive Officer
Aspen Technology Inc.
20 Crosby Drive
Bedford, Massachusetts 01730

Re: Aspen Technology Inc.
Form 10-K for the fiscal year ended June 30, 2014
Filed August 13, 2014
Form 10-Q for the quarterly period ended December 31, 2014
Filed January 28, 2015
File No. 001-34630

Dear Mr. Pietri:

We have completed our review of your filings. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filings and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filings to be certain that the filings include the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Craig D. Wilson

Craig D. Wilson
Sr. Asst. Chief Accountant