Edgar Filing: MCARDLE JOAN C - Form 4

Form 4	NC										
August 03, 2011 FORM 4	UNITED S	LATES SF	CURI	LIES AN	ND EXC	'HAI	NGE (COMMISSION	.	PPROVAL	
	UNITED	IAIESSE		ington, l			UE		OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or									burden hou	Lanuary 31Expires:2005Estimated averageburden hours perresponse0.5	
Form 5 obligations may continue. <i>See</i> Instruction 1(b).	^		lic Utili	ity Holdi	ng Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40	n		
(Print or Type Respon	nses)										
MCARDLE JOAN C Symbol ASPEI			mbol	Issuer Name and Ticker or Trading bol PEN TECHNOLOGY INC /DE/				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			[AZPN]					(Check an applicable)			
(Last) (ASPEN TECHNO WHEELER ROA	OLOGY, INC	(Me	Date of Ea onth/Day /01/201		nsaction			Director Officer (give below)		Owner er (specify	
(5	(Street) 4. If Amene Filed(Month				e Original			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
BURLINGTON,	MA 01803								More than One Re		
(City) (S	State) (Z	Zip)	Table I	- Non-De	rivative S	ecuri	ties Acc	quired, Disposed o	f. or Beneficial	ly Owned	
	ransaction Date onth/Day/Year)	2A. Deemed Execution Da any (Month/Day/	ate, if ((Year) (3. Transactio Code	4. Securit nAcquired Disposed (Instr. 3,	ties (A) o of (D	r)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	•	
Common Stock (1) 08/	01/2011			A	4,717 (2)	A	\$0	16,209	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.

 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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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)		8. De Se (Ir
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Common Stock Option (Right to Buy)	\$ 15.5	08/01/2011		А	6,048	<u>(3)</u>	07/31/2021	Common Stock	6,048	

Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
MCARDLE JOAN C ASPEN TECHNOLOGY, INC. 200 WHEELER ROAD BURLINGTON, MA 01803						
Signatures						
/s/ F.G. Hammond, Attorney-In-Fact		08/03/201	1			
**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) Restricted Stock Units do not have an exercise price.
- (3) The option granted at the exercise price of \$15.50 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.