

UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

In the Matter of)	
ASPEN TECHNOLOGY, INC.,)	Docket No. 9310
Respondent.)	

DECLARATION OF ROBERT NEWTON

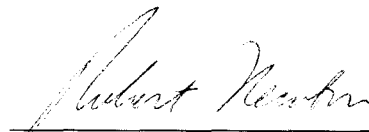
I, Robert Newton, based upon my personal knowledge concerning matters to which I am competent to testify, hereby declare as follows:

1. I am the Engineering Lead for the Nylon Platform at Solutia, Inc. (“Solutia”).
2. Solutia is not a party to the captioned matter.
3. I have reviewed the documents and deposition transcript for which Solutia seeks in camera treatment. Based upon my review of these materials, my knowledge of Solutia’s business, and my familiarity with the confidentiality protection that Solutia affords information of this type, it is my belief that disclosure of these materials to the public and to non-legal employees of Aspen Technology, Inc. would likely cause substantial commercial harm to Solutia.
4. Within the documents attached as Exhibit A to Solutia’s Second Motion for In-Camera Treatment is highly sensitive, non-public information regarding Solutia’s contractual relationship with outside parties and internal strategies concerning its engineering software needs. This information is held in strict confidence by Solutia.
5. I believe that if the confidential information in these documents is disclosed to the public, Solutia is likely to suffer serious competitive harm because companies such as Aspen

Technology would have access to information that could allow them to shape their future negotiations with Solutia.

6. Also within the documents attached as Exhibit A to Solutia's Second Motion for In-Camera Treatment is confidential information regarding Solutia's organization structure, including the names of key employees. Given Solutia's present Chapter 11 status in bankruptcy, this information, if disclosed to the public, may be used by prospective recruiters to sway important personnel resources to leave Solutia. Much of Solutia's competitive edge in the market place comes from its personnel and the historical experience, knowledge and information its personnel has obtained from working at Solutia. Any loss of personnel resources would be detrimental to Solutia and its attempts to exit from bankruptcy.

I declare under penalty of perjury under the Laws of the United States of America that the foregoing is true and correct. Executed this 11TH day of May, 2004, in St. Louis, Missouri.



Robert Newton