

**UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION
OFFICE OF ADMINISTRATIVE LAW JUDGES**

)	
IN THE MATTER OF)	
)	
ASPEN TECHNOLOGY, INC.,)	Docket No. 9310
)	
Respondent.)	
)	

**RESPONDENT ASPEN TECHNOLOGY, INC.’S APPLICATION FOR
THE ISSUANCE OF SUBPOENAS AD TESTIFICANDUM**

Pursuant to Rule 3.34(a)(2) of the Federal Trade Commission’s Rules of Practice, 16 C.F.R. 3.34(a)(2) (2004), Respondent Aspen Technology, Inc. (“AspenTech”) hereby submits this application for the issuance of the attached 18 subpoenas *ad testificandum* to be issued to David C. Bonner, Ralf Janowsky, Donald L. Phipps, Jr., J. R. Fontenot, Rick Johnson, Dante Bonaquist, John F. Hohnholt, Ben Hwang, Floyd D. Campbell, James A. Trainham, William Olmsted, Joe W. Hutchins, Michael Knight, Jerry Gipson, Robert Wikman, Julie Kinder, Lynn McGuire, and Demetri Petrides.

Each of these individuals is currently listed on AspenTech’s Final Proposed Witness List and will be served in the United States. As discussed more fully below, their testimony is relevant to AspenTech’s defense in this matter and thus satisfies the conditions under Rule 3.34(a)(2) for the issuance of a subpoena *ad testificandum* to give testimony at an administrative hearing.

1. David C. Bonner is currently the President and Chief Operating Officer of Ideation International, a software innovations consulting company. Mr. Bonner will testify to the selection and use of process engineering simulation software at various companies by whom he

has been employed, and competition in the development and license of process engineering simulation software. This includes, but is not limited to, the points set forth in the statement previously provided to the Complaint Counsel.

2. Ralf Janowsky, Ph.D., is the Director of Process Analysis of Degussa AG. Dr. Janowsky will testify to Degussa AG's selection and use of process engineering simulation software and competition in the development and license of process engineering simulation software. This includes, but is not limited to, the points set forth in the statement previously provided to the Complaint Counsel.

3. Donald L. Phipps, Jr., is the Principal Engineer of GE Plastics Global Technology, a division of General Electric. Mr. Phipps will testify to GE Plastics' selection and use of process engineering simulation software and competition in the development and license of process engineering simulation software. This includes, but is not limited to, the points set forth in the statement previously provided to the Complaint Counsel.

4. J. R. Fontenot is the Vice President of Research and Development of Lyondell Chemical Company and Equistar Chemicals LP. Mr. Fontenot will testify to Lyondell Chemical Company and Equistar Chemicals LP's selection and use of process engineering simulation software and competition in the development and license of process engineering simulation software. This includes, but is not limited to, the points set forth in the statement previously provided to the Complaint Counsel.

5. Rick Johnson is the Manager of Process Development for the National Cooperative Refinery Association. Mr., Johnson will testify to National Cooperative Refinery Association's selection and use of process engineering simulation software and competition in the development and license of process engineering simulation software. This includes, but is not limited to, the points set forth in the statement previously provided to the Complaint Counsel.

6. Dante Bonaquist is the Research and Development Director of Praxair, Inc. Mr. Bonaquist will testify to Praxair, Inc.'s selection and use of process engineering simulation software and competition in the development and license of process engineering simulation software. This includes, but is not limited to, the points set forth in the statement previously provided to the Complaint Counsel.

7. John F. Hohnholt is the Senior Vice President of Technology, Planning and Development of Valero Energy Corporation. Mr. Hohnholt will testify to Valero Energy Corporation's selection and use of process engineering simulation software and competition in the development and license of process engineering simulation software. This includes, but is not limited to, the points set forth in the statement previously provided to the Complaint Counsel.

8. Ben Hwang is the Products Manager of Westlake Group Polymers Business. Mr. Hwang will testify to Westlake Group's selection and use of process engineering simulation software and competition in the development and license of process engineering simulation software. This includes, but is not limited to, the points set forth in the statement previously provided to the Complaint Counsel.

9. Floyd D. Campbell, P.E., is the Director of Project Management Systems for Alliance Wood Group Engineering, L.P. Mr. Campbell will testify to Alliance Wood Group Engineering's selection and use of process engineering simulation software and competition in the development and license of process engineering simulation software. This includes, but is not limited to, the points set forth in the statement previously provided to the Complaint Counsel.

10. James A. Trainham, Ph.D., is the Chief Technology Officer of Invista (formerly called Dupont Textiles & Interiors, Inc.). Dr. Trainham will testify to Invista's selection and use of process engineering simulation software and competition in the development and license of process engineering simulation software. This includes, but is not limited to, the points set forth in the statement previously provided to the Complaint Counsel.

11. William Olmsted is the Corporate Information Technology Manager of Jacobs Engineering Group Inc. Mr. Olmsted will testify to the selection and use of process engineering simulation software and competition in the development and license of process engineering simulation software. This includes, but is not limited to, the points set forth in the statement previously provided to the Complaint Counsel.

12. Joe W. Hutchins, P.E., was the Chief Process Engineer for PPG Industries. Mr. Hutchins will testify to PPG Industries' selection and use of process engineering simulation software and competition in the development and license of process engineering simulation software. This includes, but is not limited to, the points set forth in the statement previously provided to the Complaint Counsel.

13. Michael Knight is the Senior Advisor (Supply Chain Technology) and AspenTech Alliance Manager for BP. Mr. Knight will testify to BP's selection and use of process engineering simulation software and competition in the development and license of process engineering simulation software. This includes, but is not limited to, the points set forth in the statement previously provided to the Complaint Counsel.

14. Jerry Gipson is employed by The Dow Chemical Company as Global Technology Leader for Automation, Advanced Control Optimization Initiative Leader, and is the Dow/AspenTech Relationship Manager. Mr. Gipson will testify to The Dow Chemical Company's selection and use of process engineering simulation software and competition in the development and license of process engineering simulation software. This includes, but is not limited to, the points set forth in the statement previously provided to the Complaint Counsel.

15. Robert Wikman is employed by BASF as Director of Analytical Chemistry and Chemical Engineering and Chairman of the R&D Community for NAFTA. Dr. Wikman will testify to BASF's selection and use of process engineering simulation software and competition in the development and license of process engineering simulation software. This includes, but is not limited to, the points set forth in the statement of BASF that was previously produced to the Complaint Counsel by BASF.

16. Julie Kinder is employed by Fluor Corporation as the Global Process Computing Coordinator. Ms. Kinder will testify about Fluor Corporation's selection and use of process engineering simulation software and competition in the development and license of process

engineering simulation software. Ms. Kinder will also testify about the Fluor Corporation's contract negotiations with vendors of process engineering simulation software.

17. Lynn McGuire is the President of WinSim Inc. Mr. McGuire will testify to issues including WinSim Inc.'s process engineering simulation software offerings and competition in the development and license of process engineering simulation software.

18. Demetri Petrides is employed by Intelligen Inc. Mr. Petrides will testify to issues including Intelligen Inc.'s process engineering simulation software offerings and competition in the development and license of process engineering simulation software.

Date: May 11, 2004

Respectfully submitted by:



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COUNSEL FOR ASPEN TECHNOLOGY, INC.

CERTIFICATE OF SERVICE

I, David I. Gelfand, hereby certify that on May 11, 2004, I caused a true and correct copy of the attached *Respondent Aspen Technology, Inc.'s Application for the Issuance of Subpoenas Ad Testificandum* to be served upon the following persons by e-mail and first class mail:

Two copies by hand delivery:

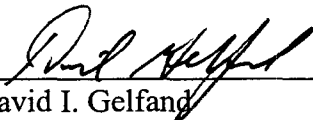
Hon. Stephen J. McGuire
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Federal Trade Commission
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By electronic mail and by hand delivery:

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