

UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

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

NON-PARTY SOLUTIA INC.'S
MOTION FOR IN CAMERA TREATMENT

Solutia, Inc. (“Solutia”), which is not a party to the above-captioned action, respectfully requests that this court grant in camera treatment pursuant to 16 CFR 3.45(b) to the documents set forth in Exhibit A, which are demonstrative exhibits that include confidential information of Solutia.¹ This motion is supported by the declaration of Solutia employee Robert Newton (“Newton Declaration”), attached hereto as Exhibit B.

The attached demonstratives contain Solutia confidential information regarding Solutia’s internal strategies concerning its engineering software needs. This information is competitively sensitive and is held in strict confidence by Solutia. If such information were disclosed publicly, Solutia would suffer serious competitive harm (Newton Decl. at ¶¶ 3-5).

In camera treatment is warranted for these documents because (1) Solutia will suffer serious competitive harm if the documents at issue are disclosed to the public; (2) the information contained in these documents is secret; and (3) the risk of harm is not outweighed by the importance of the information to the matter to be decided by the Commission. Solutia believes that a limited 5 year period of in camera treatment is warranted.

¹ The documents attached as Exhibit A are the only portion of this motion that is being filed on a non-public basis. Solutia reserves the right to include the deposition transcript of Mr. Robert Newton as part of Exhibit A to the extent that either the FTC or Aspen Technology seek to introduce any portions of that deposition at trial.

Solutia requests that the documents be treated as “Restricted Confidential-Outside Counsel Only” as provided under the Protective Order in this matter.

For the foregoing reasons, Solutia’s Motion for In Camera Treatment should be granted.

HUSCH & EPPENBERGER, LLC

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[PROPOSED] ORDER

Upon review of Solutia Inc.’s (“Solutia”) Motion For In Camera Treatment,

IT IS ORDERED THAT:

1. Solutia’s Motion for In Camera Treatment is granted.
2. The documents attached hereto shall receive in camera treatment for a period of five (5) years.

Dated: _____

Judge

CERTIFICATE OF SERVICE

I, Omri E. Praiss, hereby certify that on this 23rd day of April, 2004, I caused copies of the foregoing NON-PARTY SOLUTIA, INC.'S MOTION FOR IN CAMERA TREATMENT and the supporting DECLARATION OF ROBERT NEWTON to be filed and or served as follows:

a electronic copy of a Public Record version sent via electronic mail to:

Secretary of the Commission
Federal Trade Commission
e-mail: secretary@ftc.gov;

the original plus two paper copies and electronic copy on disk by Federal Express, priority overnight delivery to:

Donald S. Clark
Secretary of the Commission
Federal Trade Commission
600 Pennsylvania Ave., NW
Washington, DC 20580;

two paper copies by Federal Express, priority overnight delivery to

Stephen J. McGuire
Chief Administrative Law Judge
Federal Trade Commission
600 Pennsylvania Avenue, NW
Washington, DC 20580;

by Federal Express, priority overnight delivery to:

George S. Cary
Cleary, Gottlieb, Steen & Hamilton
2000 Pennsylvania Avenue, NW
Washington, DC 20006; and

electronically by electronic mail to:

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/s/ Omri E. Praiss
Omri E. Praiss