

SECURITIES AND EXCHANGE COMMISSION

FORM 424B3

Prospectus filed pursuant to Rule 424(b)(3)

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FILER

ARI NETWORK SERVICES INC /WI

CIK: **879796** | IRS No.: **391388360** | State of Incorporation: **WI** | Fiscal Year End: **0731**
Type: **424B3** | Act: **33** | File No.: **033-99212** | Film No.: **96620648**
SIC: **7370** Computer programming, data processing, etc.

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MILWAUKEE WI 53202-3166

Business Address
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MILWAUKEE WI 53202
4142787676

PROSPECTUS SUPPLEMENT NO. 2
(To Prospectus dated January 29, 1996)

File No. 33-99212
Filed pursuant to Rule 424(b)(3)
and Rule 424(c)

ARI NETWORK SERVICES, INC.

COMMON STOCK

This Prospectus Supplement updates and supplements the Prospectus dated January 29, 1996, which was filed with the Securities and Exchange Commission in connection with the Company's registration statement on Form S-2, Registration No. 33-99212 (the "Registration Statement").

From January 29, 1996, through the date of this Prospectus Supplement, the Company sold 500,000 shares of Common Stock covered by the Registration Statement at \$2.75 per share and 235,294 shares of Common Stock at \$2.125 per share. The Company has changed the offering price to \$2.00 per share.

The date of this Prospectus Supplement is August 22, 1996