

AUTODESK, INC.

ANNUAL MEETING: 06/14/2017

AS REQUESTED, WE HAVE TABULATED THE VOTES CAST FOR THE ABOVE MEETING. THE RESULTS OF THIS TABULATION ARE AS FOLLOWS:

Voting Results as of: 06/14/2017

Voting Power:

TOTAL OUTSTANDING:

**Total:
220,337,434**

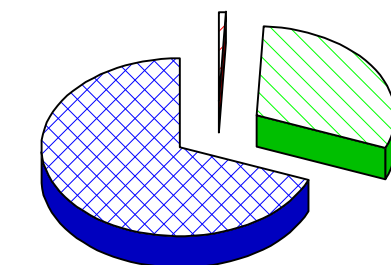
TOTAL SHARES VOTED:

206,425,475

% OF VOTED:

93.68%

Profile of Shares Voted



	Registered 0.85%
	Brokers 30.22%
	Banks 68.93%

IN ACCORDANCE WITH OUR CUSTOMARY PROCEDURES, WE HAVE EXAMINED THE PROXIES RECEIVED, BUT DO NOT GUARANTEE THE GENUINENESS OF THE SIGNATURES THEREOF, OR ASSUME ANY RESPONSIBILITY FOR THE LEGALITY OF ANY PROXY.

SINCERELY,



ANTHONY LAPOMA
MANAGER
VOTING SERVICES

PROPOSAL 01A ELECTION OF DIRECTOR: CARL BASS

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL	189,888,643	1,927,170	183,294	12,869,184
REGISTERED	1,557,088	96	0	
TOTAL SHARES VOTED	191,445,731	1,927,266	183,294	
% OF VOTED	99.00%	0.99%		
% OF OUTSTANDING	86.88%	0.87%		

PROPOSAL 01B ELECTION OF DIRECTOR: CRAWFORD W. BEVERIDGE

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL	189,185,637	2,752,198	61,272	12,869,184
REGISTERED	1,557,088	96	0	
TOTAL SHARES VOTED	190,742,725	2,752,294	61,272	
% OF VOTED	98.57%	1.42%		
% OF OUTSTANDING	86.56%	1.24%		

PROPOSAL 01C ELECTION OF DIRECTOR: JEFF CLARKE

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL	188,336,323	3,599,787	62,997	12,869,184
REGISTERED	1,556,944	240	0	
TOTAL SHARES VOTED	189,893,267	3,600,027	62,997	
% OF VOTED	98.13%	1.86%		
% OF OUTSTANDING	86.18%	1.63%		

PROPOSAL 01D ELECTION OF DIRECTOR: SCOTT FERGUSON

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL	190,576,713	1,360,406	61,988	12,869,184
REGISTERED	1,556,848	336	0	
TOTAL SHARES VOTED	192,133,561	1,360,742	61,988	
% OF VOTED	99.29%	0.70%		
% OF OUTSTANDING	87.19%	0.61%		

PROPOSAL 01E ELECTION OF DIRECTOR: THOMAS GEORGENS

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL	190,611,926	1,321,339	65,842	12,869,184
REGISTERED	1,557,088	96	0	
TOTAL SHARES VOTED	192,169,014	1,321,435	65,842	
% OF VOTED	99.31%	0.68%		
% OF OUTSTANDING	87.21%	0.59%		

PROPOSAL 01F ELECTION OF DIRECTOR: RICK HILL

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL	187,248,285	4,675,330	75,492	12,869,184
REGISTERED	1,555,647	1,441	96	
TOTAL SHARES VOTED	188,803,932	4,676,771	75,588	
% OF VOTED	97.58%	2.41%		
% OF OUTSTANDING	85.68%	2.12%		

PROPOSAL 01G ELECTION OF DIRECTOR: MARY T. MCDOWELL

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL	190,720,483	1,221,198	57,426	12,869,184
REGISTERED	1,557,183	1	0	
TOTAL SHARES VOTED	192,277,666	1,221,199	57,426	
% OF VOTED	99.36%	0.63%		
% OF OUTSTANDING	87.26%	0.55%		

PROPOSAL 01H ELECTION OF DIRECTOR: LORRIE M. NORRINGTON

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL	188,509,668	3,426,513	62,926	12,869,184
REGISTERED	1,557,088	96	0	
TOTAL SHARES VOTED	190,066,756	3,426,609	62,926	
% OF VOTED	98.22%	1.77%		
% OF OUTSTANDING	86.26%	1.55%		

PROPOSAL 01I ELECTION OF DIRECTOR: BETSY RAFAEL

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL	187,980,817	3,962,059	56,231	12,869,184
REGISTERED	1,557,088	0	96	
TOTAL SHARES VOTED	189,537,905	3,962,059	56,327	
% OF VOTED	97.95%	2.04%		
% OF OUTSTANDING	86.02%	1.79%		

PROPOSAL 01J ELECTION OF DIRECTOR: STACY J. SMITH

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL	190,570,414	1,366,832	61,861	12,869,184
REGISTERED	1,557,184	0	0	
TOTAL SHARES VOTED	192,127,598	1,366,832	61,861	
% OF VOTED	99.29%	0.70%		
% OF OUTSTANDING	87.19%	0.62%		

PROPOSAL 002 RATIFY ERNST & YOUNG LLP AS INDEPENDENT REG. PUBLIC ACCOUNTANT

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL	202,593,843	2,204,418	70,030	
REGISTERED	1,557,184	0	0	
TOTAL SHARES VOTED	204,151,027	2,204,418	70,030	
% OF VOTED	98.89%	1.06%	0.03%	
% OF OUTSTANDING	92.65%	1.00%	0.03%	

PROPOSAL 003 APPROVE, ON AN ADVISORY (NON-BINDING) BASIS, EXEC. COMPENSATION

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL	183,463,177	8,370,841	165,089	12,869,184
REGISTERED	27,049	1,527,535	2,600	
TOTAL SHARES VOTED	183,490,226	9,898,376	167,689	
% OF VOTED	94.79%	5.11%	0.08%	
% OF OUTSTANDING	83.27%	4.49%	0.07%	

PROPOSAL 004 RECOMMEND FREQUENCY OF ADVISORY VOTE ON EXECUTIVE COMPENSATION

***	1 YEAR	2 YEARS	3 YEARS	ABSTAIN
BENEFICIAL	178,749,709	39,033	13,155,584	54,781
REGISTERED	1,555,518	1,600	66	
TOTAL SHARES VOTED	180,305,227	40,633	13,155,650	54,781
% OF VOTED	93.15%	0.02%	6.79%	0.02%
% OF OUTSTANDING	81.83%	0.01%	5.97%	0.02%

PROPOSAL 005 APPROVE THE 1998 EMPLOYEE QUALIFIED STOCK PURCHASE PLAN

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL	191,172,911	765,728	60,468	12,869,184
REGISTERED	1,552,718	866	3,600	
TOTAL SHARES VOTED	192,725,629	766,594	64,068	
% OF VOTED	99.57%	0.39%	0.03%	
% OF OUTSTANDING	87.46%	0.34%	0.02%	

PROPOSAL 006 APPROVE THE 2012 EMPLOYEE STOCK PLAN

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL	178,010,337	13,898,627	90,143	12,869,184
REGISTERED	22,049	1,527,535	7,600	
TOTAL SHARES VOTED	178,032,386	15,426,162	97,743	
% OF VOTED	91.97%	7.96%	0.05%	
% OF OUTSTANDING	80.79%	7.00%	0.04%	