**1. Name and Address of Reporting Person**

Anagnost Andrew

(Last) (First) (Middle)

111 MCINNIS PARKWAY
AUTODESK, INC.

(Street)

SAN RAFAEL CA 94903

(City) (State) (Zip)

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**2. Issuer Name and Ticker or Trading Symbol**

Autodesk, Inc. [ ADSK ]

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**3. Date of Earliest Transaction (Month/Day/Year)**

03/26/2021

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**4. If Amendment, Date of Original Filed (Month/Day/Year)**

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**5. Relationship of Reporting Person(s) to Issuer (Check all applicable)**

X Director 10% Owner
X Officer (give title below)

President and CEO

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**6. Individual or Joint/Group Filing (Check Applicable Line)**

X Form filed by One Reporting Person
Form filed by More than One Reporting Person

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**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Security Code (Instr. 5)</th>
<th>5. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4, and 5)</th>
<th>6. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>7. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>8. Ownership Percent of Class (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>03/26/2021</td>
<td></td>
<td></td>
<td>A(1)</td>
<td>46,384 A $0.00</td>
<td>94,938(2) D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>03/26/2021</td>
<td></td>
<td></td>
<td>P(3)</td>
<td>22,427 D $262.19</td>
<td>72,511(2) D</td>
<td></td>
</tr>
</tbody>
</table>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 5)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4, and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Underlying Security</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
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</tbody>
</table>

**Explanation of Responses:**

1. Represents shares earned based upon attainment for Performance Stock Unit awards. 46,384 shares subject to three PSUs vested on attainment on 03/26/2021.

2. The total securities beneficially owned includes 32,687 shares of unvested Restricted Stock Units.

3. Shares withheld to cover taxes.

4. Shares are beneficially owned by the VNTC Cottee Andrew Anagnost and Marie Burkhart Family Support Trust (“Family Trust”), of which Vanguard National Trust Company, Marie Burkhart, and the Reporting Person are trustees. The Reporting Person does not have voting or dispositive power over such shares and disclaims beneficial ownership of such shares except to the extent of any pecuniary interest therein.

**Remarks:**

Pascal W. Di Fronzo,
Attorney-in-Fact for Andrew Anagnost 03/29/2021
Anagnost

**Signature of Reporting Person**

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.