**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person
   Hope Stephen W.  
   111 MCINNIS PARKWAY  
   SAN RAFAEL, CA 94903

2. Issuer Name and Ticker or Trading Symbol
   Autodesk, Inc. [ADSK]

3. Date of Earliest Transaction (Month/Day/Year)
   03/21/2021

4. If Amendment, Date of Original Filed (Month/Day/Year)
   03/23/2021

5. Relationship of Reporting Person(s) to Issuer
   Director  
   10% Owner  
   Other (specify below)  
   VP & Chief Accounting Officer

6. Individual or Joint/Group Filing (Check Applicable Line)
   X Form filed by One Reporting Person
   X 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>Title of Security (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
<th>Amount of Securities Beneficially Owned Following Transaction(s) (Instr. 3 and 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>03/21/2021</td>
<td></td>
<td></td>
<td>$261.5</td>
<td>147</td>
<td>D</td>
<td>$4,476</td>
</tr>
<tr>
<td>Common Stock</td>
<td>03/22/2021</td>
<td></td>
<td></td>
<td>$261.5</td>
<td>193</td>
<td>D</td>
<td>$4,283</td>
</tr>
<tr>
<td>Common Stock</td>
<td>03/23/2021</td>
<td></td>
<td></td>
<td>$268.91</td>
<td>593</td>
<td>D</td>
<td>3,690</td>
</tr>
</tbody>
</table>

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

1. Title of Derivative Security (Instr. 3)  
2. Conversion or Exercise Price of Derivative Security  
3. Transaction Date (Month/Day/Year)  
4. Transaction Code (Instr. 8)  
5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  
6. Date Exercisable and Expiration Date (Month/Day/Year)  
7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)  
8. Price of Derivative Security (Instr. 5)  
9. Number of derivative Securities Beneficially Owned Following Report (Instr. 3 and 4)  
10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)  
11. Nature of Indirect Beneficial Ownership (Instr. 4)

**Explanation of Responses:**

1. Shares withheld to cover taxes.
2. The total securities beneficially owned includes 4,251 shares of unvested Restricted Stock Units.
3. The total securities beneficially owned includes 3,690 shares of unvested Restricted Stock Units.
4. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 12/11/2020.

**Remarks:**

Pascal W. Di Fronzo,  
Attorney-in-Fact for Stephen Hope  
03/23/2021

**Signature of Reporting Person**

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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.