

AUTODESK, INC.

ANNUAL MEETING: 06/10/2010

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

Voting Results as of: 06/10/2010

Voting Power:

TOTAL OUTSTANDING:

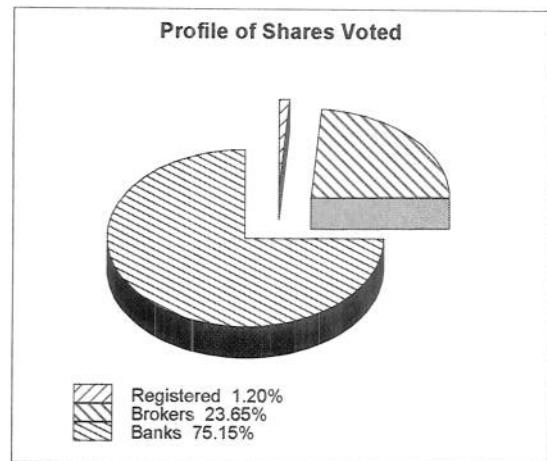
Total:
229,265,585

TOTAL SHARES VOTED:

200,044,082

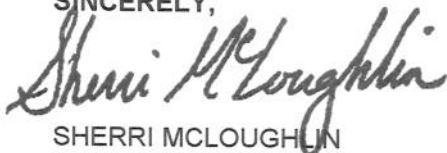
% OF VOTED:

87.25%



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,



SHERRI MCLOUGHLIN
MANAGER
VOTING SERVICES

PROPOSAL 01A ELECTION OF DIRECTOR: CARL BASS

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL COMMON	176,726,083	5,243,499	85,210	16,279,346
REGISTERED COMMON	1,704,918	4,816	210	
TOTAL SHARES VOTED	178,431,001	5,248,315	85,420	
% OF VOTED	97.09%	2.85%	0.04%	
% OF OUTSTANDING	77.82%	2.28%	0.03%	

PROPOSAL 01B ELECTION OF DIRECTOR: CRAWFORD W. BEVERIDGE

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL COMMON	173,702,593	8,220,506	131,693	16,279,346
REGISTERED COMMON	1,703,662	3,216	3,066	
TOTAL SHARES VOTED	175,406,255	8,223,722	134,759	
% OF VOTED	95.45%	4.47%	0.07%	
% OF OUTSTANDING	76.50%	3.58%	0.05%	

PROPOSAL 01C ELECTION OF DIRECTOR: J. HALLAM DAWSON

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL COMMON	173,584,967	8,338,099	131,726	16,279,346
REGISTERED COMMON	1,705,662	3,216	1,066	
TOTAL SHARES VOTED	175,290,629	8,341,315	132,792	
% OF VOTED	95.38%	4.53%	0.07%	
% OF OUTSTANDING	76.45%	3.63%	0.05%	

PROPOSAL 01D ELECTION OF DIRECTOR: PER-KRISTIAN HALVORSEN

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL COMMON	167,945,849	13,981,218	127,725	16,279,346
REGISTERED COMMON	1,703,662	3,216	3,066	
TOTAL SHARES VOTED	169,649,511	13,984,434	130,791	
% OF VOTED	92.31%	7.60%	0.07%	
% OF OUTSTANDING	73.99%	6.09%	0.05%	

PROPOSAL 01E ELECTION OF DIRECTOR: SEAN M. MALONEY

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL COMMON	170,681,135	11,241,668	131,989	16,279,346
REGISTERED COMMON	1,703,662	3,216	3,066	
TOTAL SHARES VOTED	172,384,797	11,244,884	135,055	
% OF VOTED	93.80%	6.11%	0.07%	
% OF OUTSTANDING	75.19%	4.90%	0.05%	

PROPOSAL 01F ELECTION OF DIRECTOR: MARY T. MCDOWELL

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL COMMON	180,496,681	1,429,940	128,171	16,279,346
REGISTERED COMMON	1,703,662	3,216	3,066	
TOTAL SHARES VOTED	182,200,343	1,433,156	131,237	
% OF VOTED	99.14%	0.77%	0.07%	
% OF OUTSTANDING	79.47%	0.62%	0.05%	

PROPOSAL 01G ELECTION OF DIRECTOR: CHARLES J. ROBEL

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL COMMON	179,695,472	2,227,102	132,218	16,279,346
REGISTERED COMMON	1,703,662	3,216	3,066	
TOTAL SHARES VOTED	181,399,134	2,230,318	135,284	
% OF VOTED	98.71%	1.21%	0.07%	
% OF OUTSTANDING	79.12%	0.97%	0.05%	

PROPOSAL 01H ELECTION OF DIRECTOR: STEVEN M. WEST

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL COMMON	170,153,373	11,770,809	130,610	16,279,346
REGISTERED COMMON	1,703,662	3,216	3,066	
TOTAL SHARES VOTED	171,857,035	11,774,025	133,676	
% OF VOTED	93.52%	6.40%	0.07%	
% OF OUTSTANDING	74.95%	5.13%	0.05%	

PROPOSAL 002 RATIFY ERNST & YOUNG LLP AS IND. REG. PUBLIC ACCOUNTANTS

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL COMMON	190,978,332	7,157,244	198,562	
REGISTERED COMMON	1,707,317	627	2,000	
TOTAL SHARES VOTED	192,685,649	7,157,871	200,562	
% OF VOTED	96.32%	3.57%	0.10%	
% OF OUTSTANDING	84.04%	3.12%	0.08%	

PROPOSAL 003 APPROVE EXECUTIVE INCENTIVE PLAN AS AMENDED

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL COMMON	173,239,392	8,445,680	369,720	16,279,346
REGISTERED COMMON	52,965	1,654,369	2,610	
TOTAL SHARES VOTED	173,292,357	10,100,049	372,330	
% OF VOTED	94.30%	5.49%	0.20%	
% OF OUTSTANDING	75.58%	4.40%	0.16%	

PROPOSAL 004 APPROVE AMENDMENTS TO 2008 EMPLOYEE STOCK PLAN

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL COMMON	131,167,130	50,640,068	247,594	16,279,346
REGISTERED COMMON	58,293	1,651,041	610	
TOTAL SHARES VOTED	131,225,423	52,291,109	248,204	
% OF VOTED	71.40%	28.45%	0.13%	
% OF OUTSTANDING	57.23%	22.80%	0.10%	