October 2, 2013

Driving Transformation and Shareholder Value

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Chief Financial Officer and Executive Vice President

AUTODESK.

Safe Harbor

Each of the presentations today will contain forward looking statements about strategies, products, future results, performance or achievements, financial and otherwise, including statements regarding our business model transformation, guidance for the third and fourth quarters of fiscal year 2014, our long term financial goals, and our stock repurchase program. These statements reflect management's current expectations, estimates and assumptions based on the information currently available to us. These forward-looking statements are not guarantees of future performance and involve significant risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from results, performance or achievements expressed or implied by the forward-looking statements contained in these presentations, such as a failure to maintain our revenue growth and profitability; failure to maintain cost reductions; failure to successfully manage transitions to new business models and markets, including the introduction of additional ratable revenue streams and our continuing efforts to attract customers to our cloud-based offerings; failure to successfully expand adoption of our products, slowing momentum in subscription billings or revenues; and difficulty in predicting revenue and billings from new businesses and the potential impact on our financial results from changes in our business models. A discussion of factors that may affect future results is contained in our most recent SEC Form 10-K and Form 10-Q filings available at www.sec.gov, including descriptions of the risk factors that may impact us and the forward-looking statements made in these presentations. The forward-looking statements made in this presentation are being made as of the time and date of its live presentation. The forward-looking statements made in these presentations are being made as of the time and date of the live presentations. If these presentations are reviewed after the time and date of the live presentations, even if subsequently made available by us, on our Web site or otherwise, these presentations may not contain current or accurate information. We disclaim any obligation to update or revise any forward-looking statement based on new information, future events or otherwise.

<u>Non-GAAP Financial Measures</u>

These presentations include certain non-GAAP financial measures. Please see the section entitled "Reconciliation of GAAP Financial Measures to non-GAAP Financial Measures" in the attached Appendix for an explanation of management's use of these measures and a reconciliation of the most directly comparable GAAP financial measures.

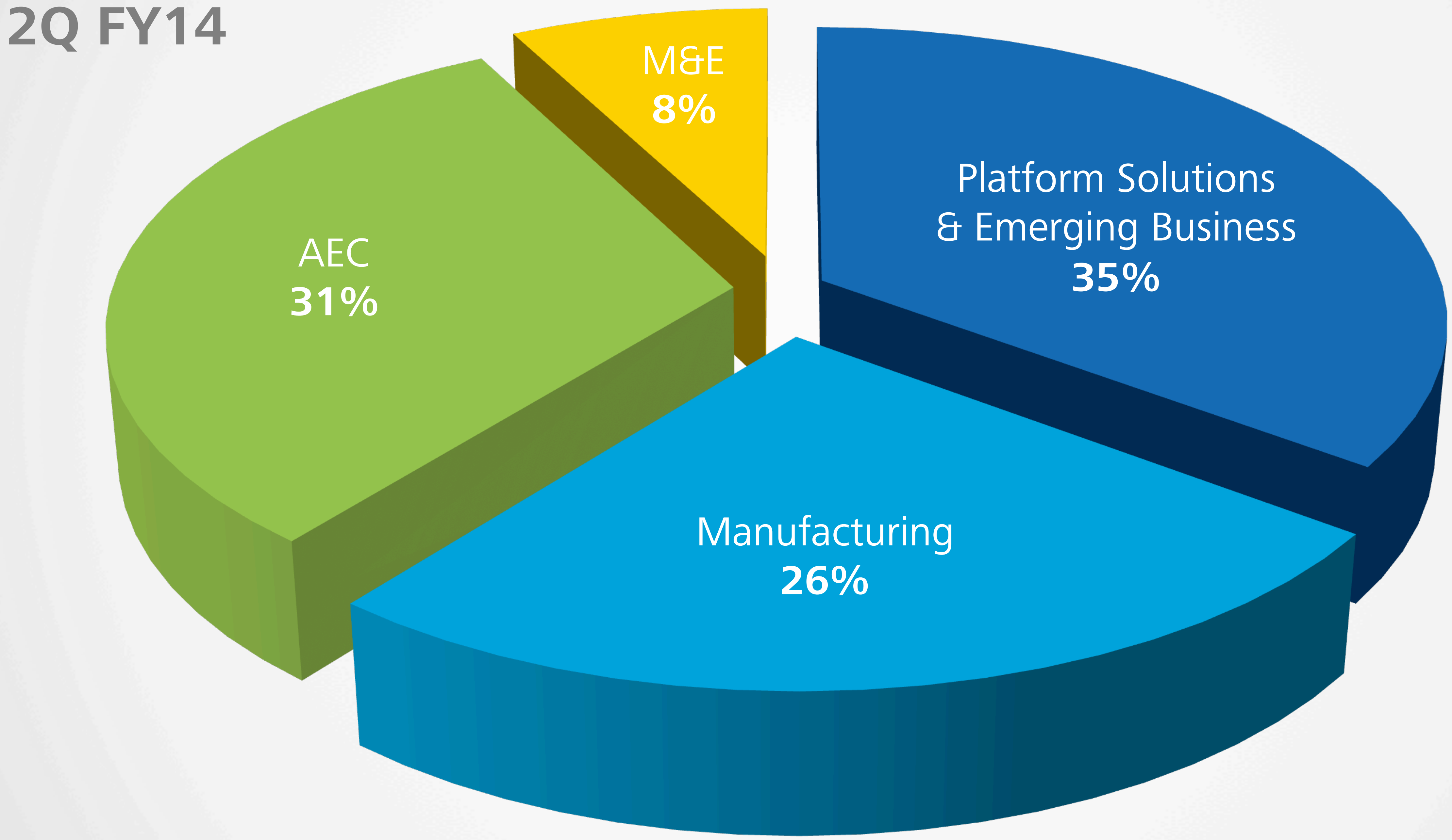
Agenda

- Financial objectives
- Review key financial attributes
- Capital allocation
- Business model transformation
- Business outlook
- Long-term goals

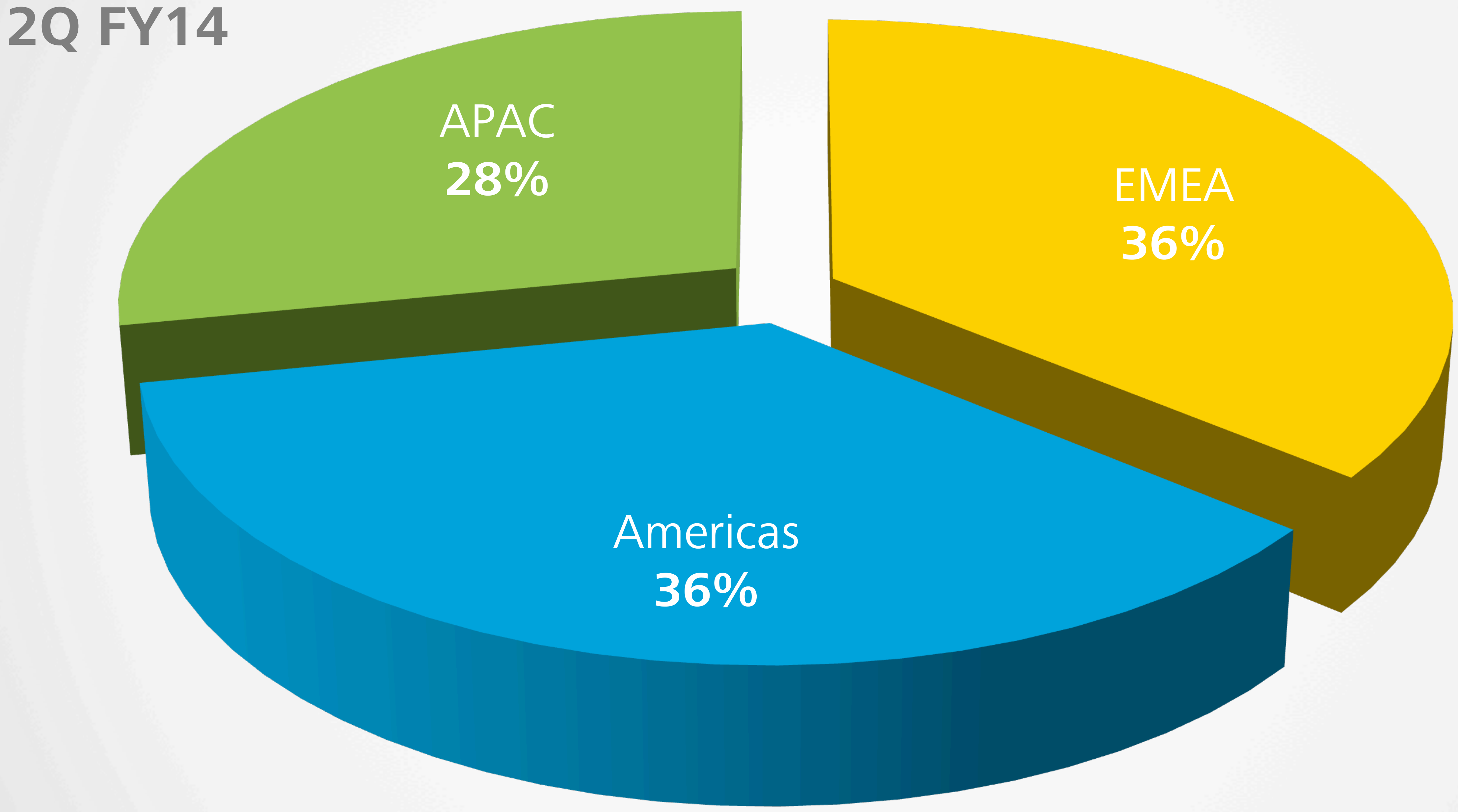
Financial Objectives

- Accelerate billings and revenue growth
- Expand operating margins
- Increase % recurring and % ratable revenue for improved customer experience, financial predictability, and growth
- Optimize capital allocation

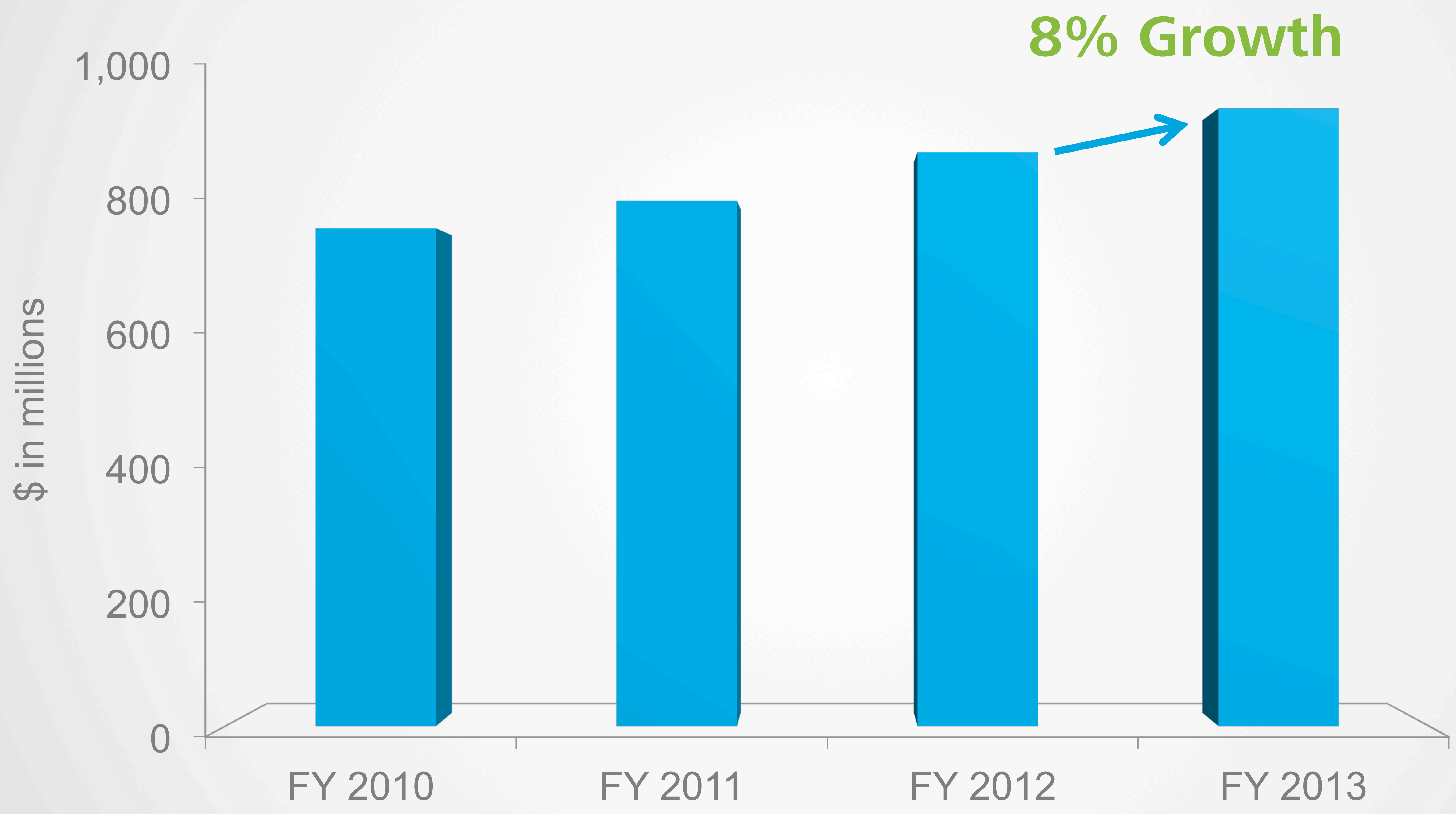
Diversified Revenue by Business Segment



Diversified Revenue by Geography



Increasing Subscription Revenue

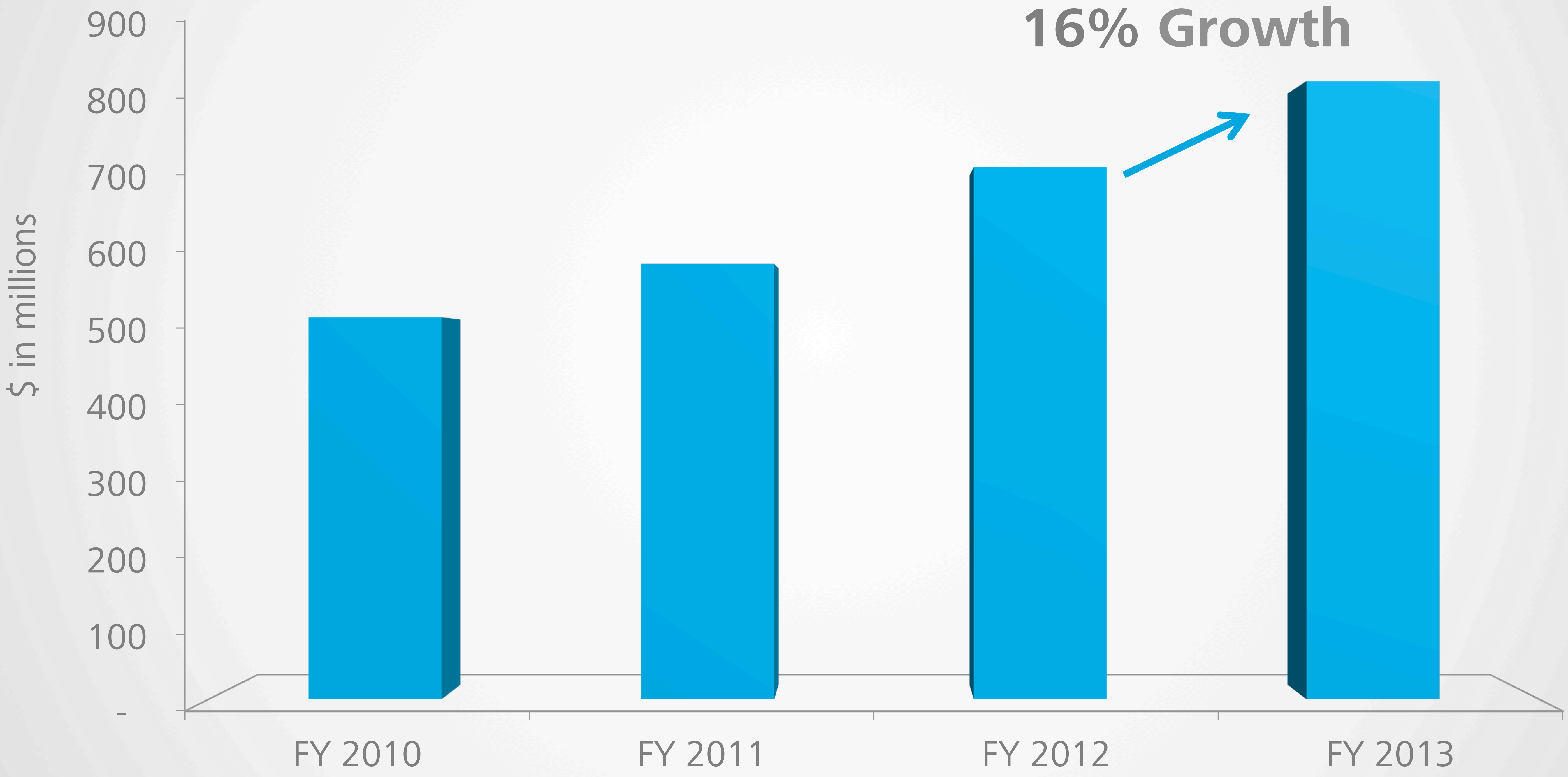


Strong Balance Sheet

- Strong growth in deferred revenue
- Healthy DSO
- Robust cash generation
- Sufficient cash balance
- Channel inventory remains near historic lows

Deferred Revenue Growth

7% Y/Y Growth in 2Q FY14



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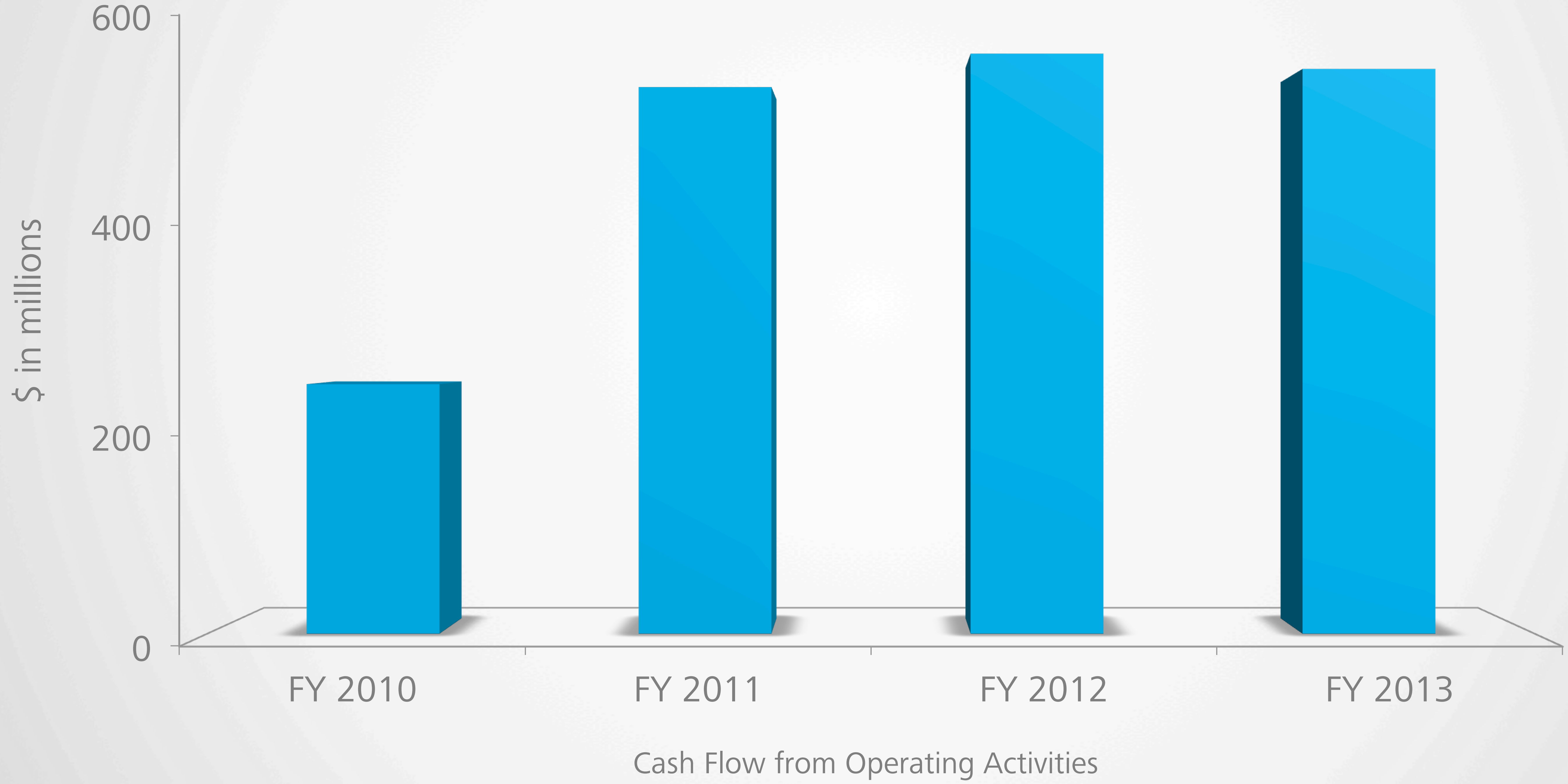
Robust Cash Generation
17% Y/Y Growth in H1 FY14



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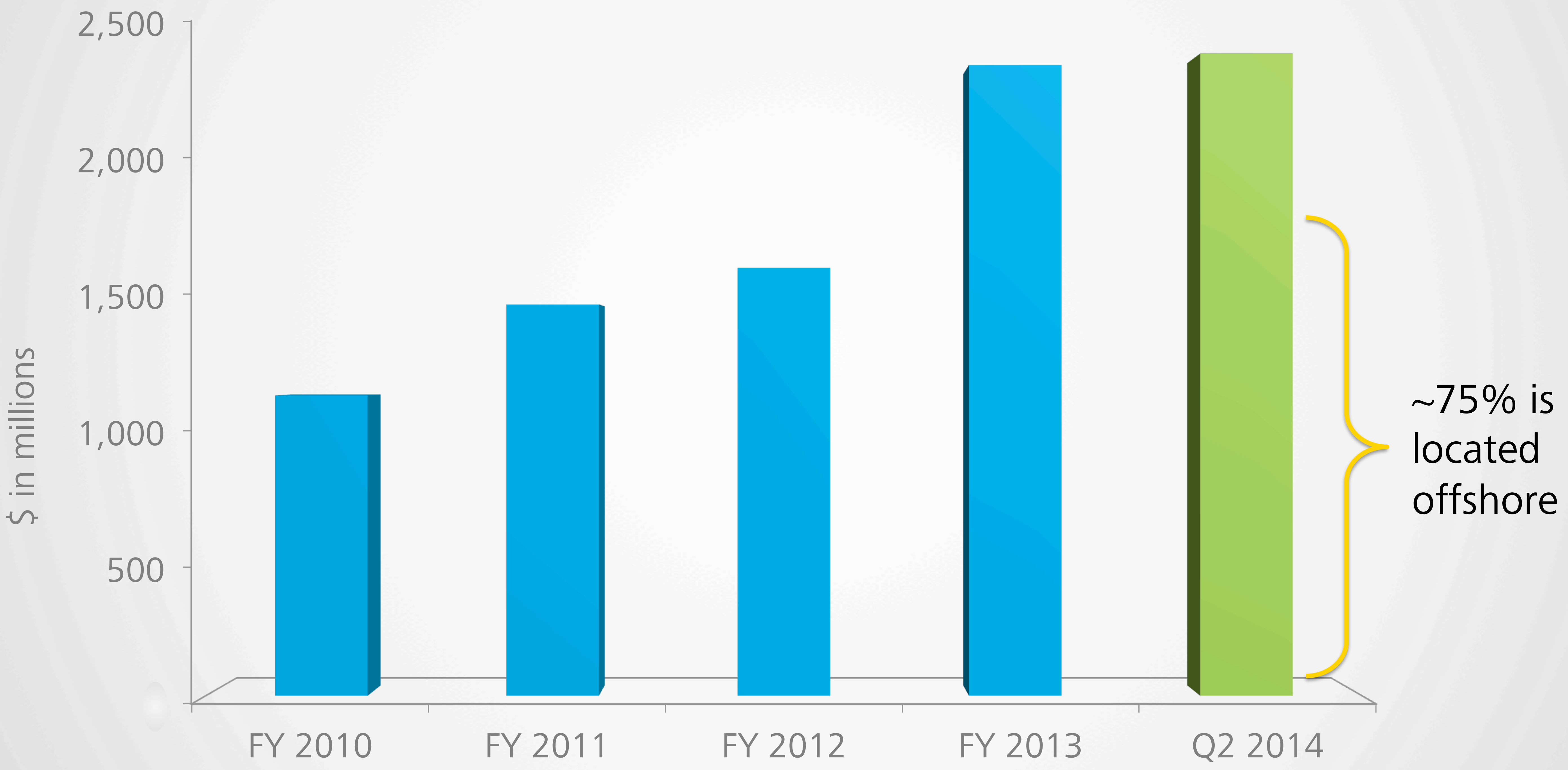
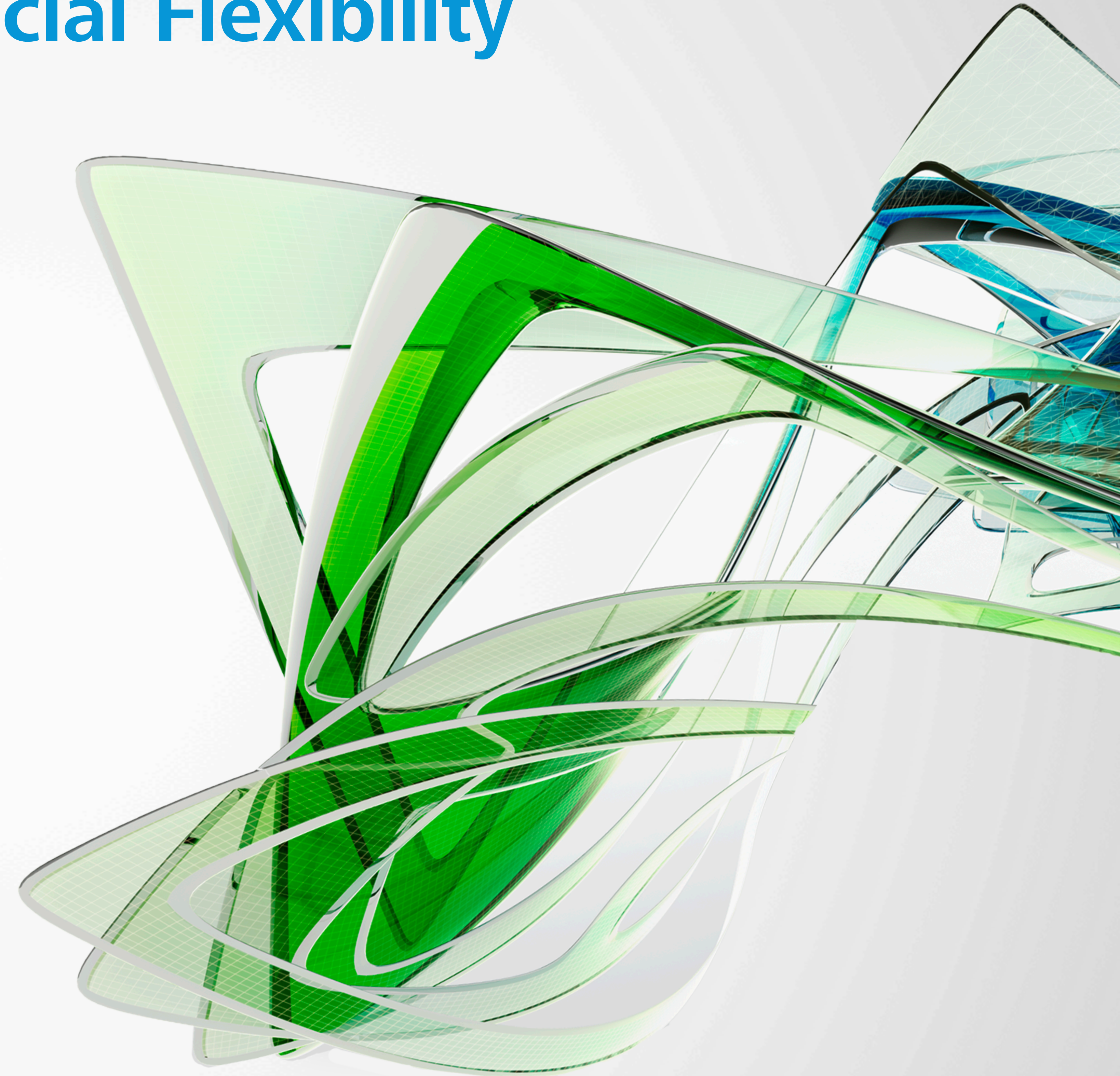
26% Cash Flow Margin

Sufficient Cash and Investments



Debt Offering Provides Financial Flexibility

- Raised $750 million at near historic low interest rates
- Investment grade
  - S&P rating: BBB
  - Moody's rating: Baa2



Optimize Capital Allocation to Drive Stockholder Return

- M&A to fortify growth
- Reduce total share count over time
  - Return excess cash to our stockholders
- Appropriate use of debt

M&A: Contribution to Autodesk's Transformation

Early Days

AutoCAD

Product (acquisition)
- AutoCAD (Interact Software)
- AutoCAD LT (Generic Software)

Autodesk 2.0

Expansion to Verticals/Industries

Key Verticals (notable acquisitions)
- Architecture (Softdesk)
- Construction (Buzzsaw, Constructware)
- BIM (Revit)
- Mechanical (Woodbourne, Genius)
- Simulation (Moldflow, Algor, Robobat)
- Civil (Caice)
- Creative finishing (Discreet Logic)
- Animation (Max, Alias)
- GIS (C-plan)
- Industrial design (Alias)
- Data management (Compass)

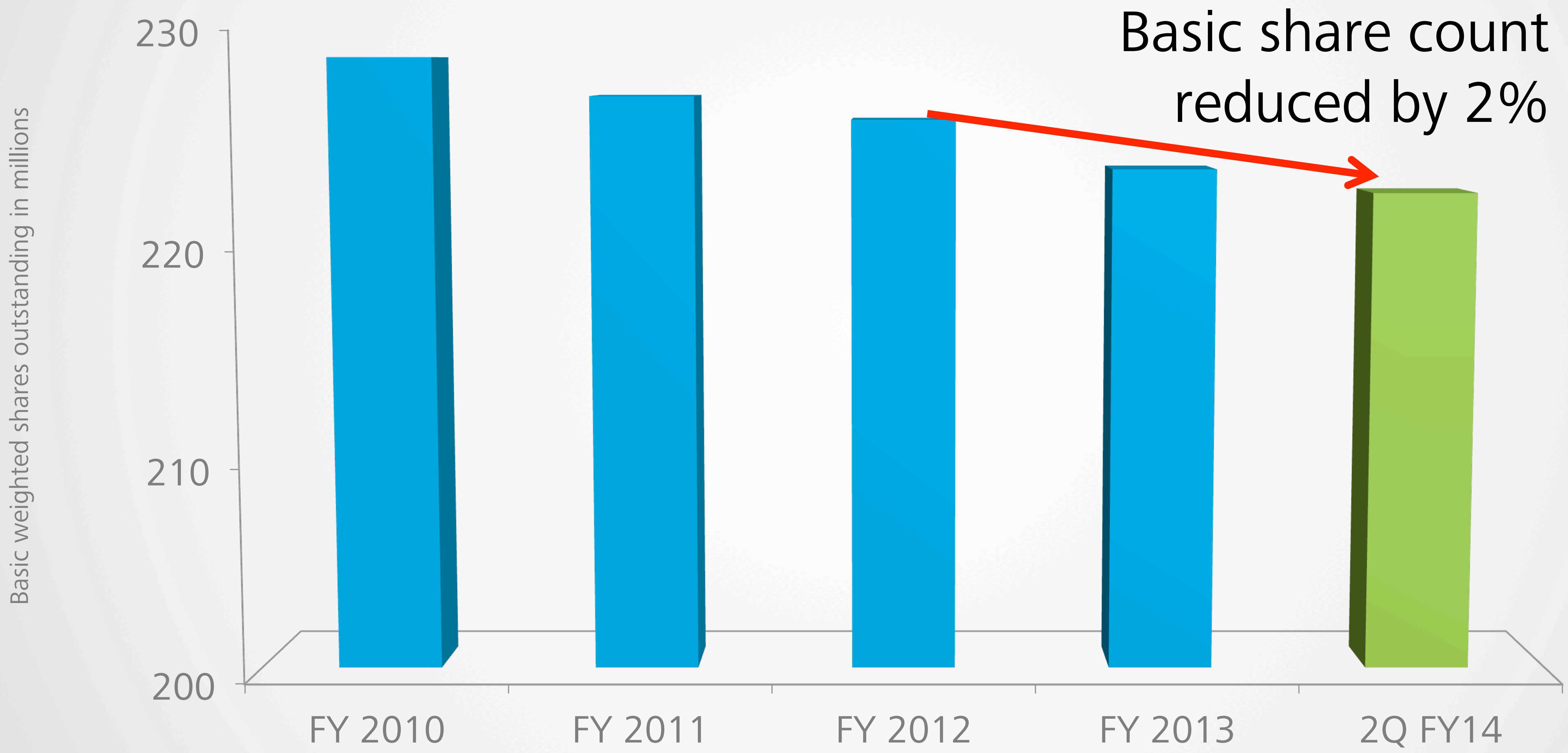
Autodesk Today

Accelerating Move to Cloud

Elements (notable acquisitions)
- PLM (Datastay, Inforbix)
- Social (Qontext)
- Mobile (VisualTao)
- BIM Collaboration (Vela, Horizontal)
- Consumer (Socialcam, Pixlr, Instructables)
- Reality Capture (Allpoint, Alice Labs)

Shares Outstanding

Goal: Reduce share count over time



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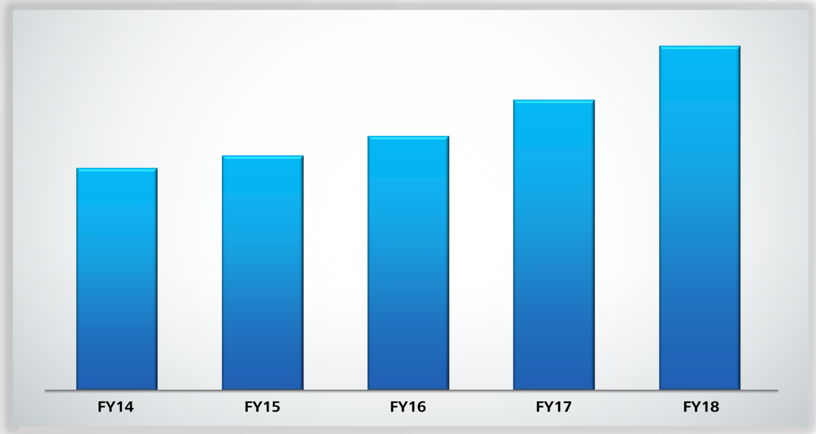
Fueling Growth



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More Growth

New offerings deliver new value, new subscribers, and billings growth

More Value

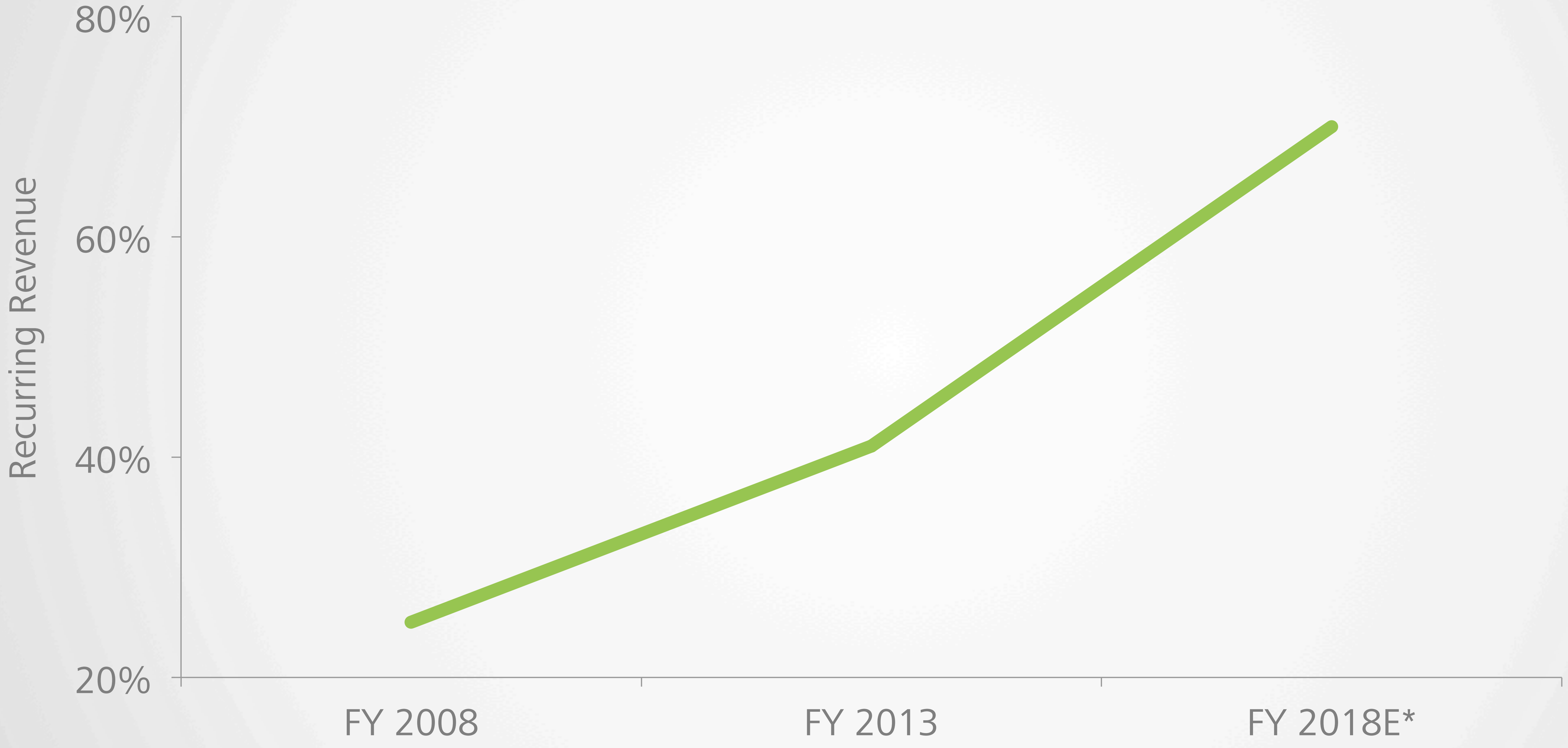
New offerings fuel more value from new and existing subscribers

More Subscribers

New business models provide access to more subscribers

Business Model Transition Drives Recurring Revenue

Fueled by growth in cloud, rental and subscription offerings



* Based on company estimates.

More About Recurring Revenue

- What is recurring revenue?
  - Cloud, rental and maintenance subscription
- Financially attractive model
  - Ratably recognized revenue
  - More predictive
  - Enables growth via flexibility

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Intention: Increase Ratability of Non-Recurring Revenue Over Time

- What is non-recurring revenue?
  - Revenue other than cloud, rental and maintenance subscription
  - Revenue historically recognized upfront
- When?
  - As soon as possible…
- Why?
  - Financially attractive model – Improved goal clarity

What to Focus on During the Transition

- Transition metrics
  - Billings, subscribers, deferred revenue, % ratable, cash flow
- Transition impact
  - Revenue growth, operating margin, EPS
- Q414 impact:
  - Moving ~$50M of enterprise business to a consumption-based offering in order to "super size" deals over time
  - Short-term impact: Increase in deferred revenue, decrease in revenue
  - Long-term impact: More growth

Business Outlook

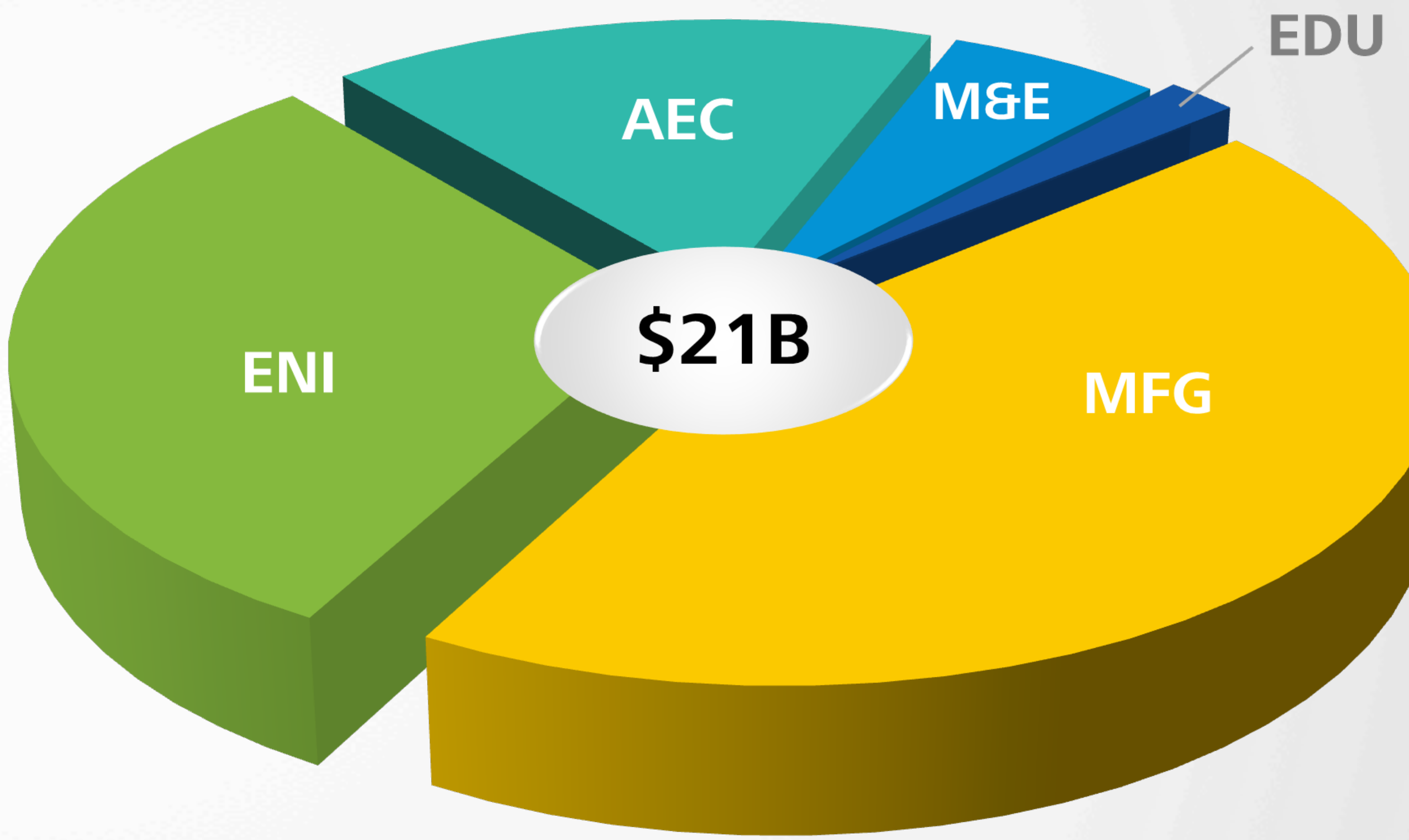
3Q FY14		4Q FY14	
Revenue	$540M - $555M	Revenue*	$560M - $580M
Non-GAAP EPS	$0.36 - $0.40	Non-GAAP EPS	$0.29 - $0.36
GAAP EPS	$0.17 - $0.21	GAAP EPS	$0.09 - $0.16

* Includes impact of ~$50 million from business model transition. Deferred revenue is expected to increase by an equivalent amount related to this change.

Autodesk's Opportunity

Double-digit growth via:

- Best in class offerings
- First to market with cloud services
- Continue to grow core
- Further market penetration



Source: Cambashi, July 2013 release

NOTE: The TAM numbers presented are conservative estimates because they do not, for example, include the impact of un-surveyed competitors, internally developed software, free software, alternatively monetized software, and piracy.

Summary of Long-term Financial Goals

- 12% billings CAGR by FY18
- 20% increase in customer value by FY18
- 50% increase in subscribers by FY18
- 70% recurring revenue by FY18
- Significant increase in % of ratable revenue over time
- 30%+ non-GAAP* operating margin by FY18
- Maintain investment grade debt rating

* Non-GAAP to GAAP reconciliations in appendix

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Q+A

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Reconciliation of GAAP Financial Measures to Non-GAAP Financial Measures (In millions, except per share data)

To supplement our consolidated financial statements presented on a GAAP basis, we provide investors with certain non-GAAP measures including non-GAAP net income per share and non-GAAP operating margin. For our internal budgeting and resource allocation process and as a means to evaluate period-to-period comparisons, we use non-GAAP measures to supplement our consolidated financial statements presented on a GAAP basis. These non-GAAP measures do not include certain items that may have a material impact upon our future reported financial results. We use non-GAAP measures in making operating decisions because we believe those measures provide meaningful supplemental information regarding our earning potential and performance for management by excluding certain expenses and charges that may not be indicative of our core business operating results. For the reasons set forth below, we believe these non-GAAP financial measures are useful to investors both because (1) they allow for greater transparency with respect to key metrics used by management in its financial and operational decision-making and (2) they are used by our institutional investors and the analyst community to help them analyze the health of our business. This allows investors and others to better understand and evaluate our operating results and future prospects in the same manner as management, compare financial results across accounting periods and to those of peer companies and to better understand the long-term performance of our core business. We also use some of these measures for purposes of determining company-wide incentive compensation.

There are limitations in using non-GAAP financial measures because non-GAAP financial measures are not prepared in accordance with GAAP and may be different from non-GAAP financial measures used by other companies. The non-GAAP financial measures are limited in value because they exclude certain items that may have a material impact upon our reported financial results. In addition, they are subject to inherent limitations as they reflect the exercise of judgments by management about which charges are excluded from the non-GAAP financial measures. We compensate for these limitations by analyzing current and future results on a GAAP basis as well as a non-GAAP basis and also by providing GAAP measures in our public disclosures. The presentation of non-GAAP financial information is meant to be considered in addition to, not as a substitute for or in isolation from, the directly comparable financial measures prepared in accordance with GAAP. We urge investors to review the reconciliation of our non-GAAP financial measures to the comparable GAAP financial measures included below, and not to rely on any single financial measure to evaluate our business.

The following slides shows Autodesk's non-GAAP results reconciled to GAAP results included in this presentation.

Guidance Summary
3Q FY14 GAAP to Non-GAAP EPS Reconciliation

	Diluted Net Income per Share
GAAP	$0.17 - $0.21
Stock-based compensation expense	0.11
Amortization of acquisition related intangibles	0.05
Restructuring	0.03
Non-GAAP	$0.36 - $0.40

Guidance Summary
4Q FY14 GAAP to Non-GAAP EPS Reconciliation

	Diluted Net Income per Share
GAAP	$0.09 - $0.16
Stock-based compensation expense	0.12
Amortization of acquisition related intangibles	0.06
Restructuring	0.02
Non-GAAP	$0.29 - $0.36

GAAP to Non-GAAP Long-Term Model

Autodesk is not able to provide targets for GAAP operating margins at this time because of the difficulty of estimating certain items that are excluded from non-GAAP that affect operating margin, such as charges related to stock-based compensation expense and amortization of acquisition related intangibles, the effect of which may be significant.