FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPRO	VAL								
	OMB Number:	3235-0287								
l	Estimated average burden									
l	hours per response:	0.5								

	Check this box if no longer subject to
٦	Section 16. Form 4 or Form 5 obligations may continue. See
J	obligations may continue. See
	Instruction 1(h)

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

								. ,				<u> </u>										
Name and Address of Reporting Person*  A page of Andrew								2. Issuer Name and Ticker or Trading Symbol AUTODESK INC [ ADSK ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Anagnost Andrew							[ I Dole ]									X Dire		ctor	10%	Owner		
																X	Offic	er (give title	Oth	er (specify		
(Last) (First) (Middle)								3. Date of Earliest Transaction (Month/Day/Year)									belov	,	belo	w)		
111 MCINNIS PARKWAY								03/09/2018								President and CEO						
AUTODESK, INC.																						
AUTODESK, INC.							A If Assess described Parks of Original Filed (Manth/D 2)															
(0)						-   4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)										Individual or Joint/Group Filing (Check Applicable Line)					
(Street)																X Form filed by One Reporting Person						
SAN RA	FAEL	CA	9	94903												Form filed by More than One Reporting						
-						-											Person					
(City)		(Stat	e) (2	Zip)																		
			Tabl	e I - No	n-Deri\	ative/	Sec	curitie	s Acc	quired	, Dis	posed o	f, o	r Ben	efici	ally (	Owne	ed				
1. Title of S	Security (I	nstr.	3)		2. Transa	action		A. Deem	4. Securities Acquired (A)							6. Ownership						
			•		Date (Month/E	)av/Yea	Execution Date, y/Year) if any				Transaction Disposed Of (D) (Instr. )				3, 4 an		Form: Direct (D) or Indirect	of Indirect t Beneficial				
(MC						(Month/Day/Tear)		(Month/Day/Year)		8)						Owne		d Following	(I) (Instr. 4)	Ownership		
										Code	v	Amount	(A) or (D)		Price			tea action(s)		(Instr. 4)		
											ľ	Amount	(	(D)	FIICE		(Instr. 3 and 4)					
Common Stock 03/09/2							2018			F <sup>(1)</sup>		5,234		D	\$139.36		6 115,333 <sup>(2)</sup>		D			
			Ta	hle II -	Derivat	ive S	ecu	rities	Δcau	ired C	)isna	osed of,	or F	Senef	iciall	v Ov	vned					
			14									onvertib					mea					
1. Title of Derivative	2. Conversi		3. Transaction Date	3A. Deem		4.	otion	5. Number on of			sable and	and 7. Title and Amount of			8. Price of Derivative		9. Number o	of 10. Ownershi	11. Nature			
Security	or Exerci		(Month/Day/Year)	if any	ay/Year)	Transaction Code (Instr.				Expiration Date (Month/Day/Year)			Securities			Security		Securities	Form:	Beneficial		
(Instr. 3)	Price of Derivative	,		(Month/D		8)		Securities Acquired			Underlying Derivative		ı	(Instr. 5)		Beneficially Owned	Direct (D) or Indirect					
	Security								(A) or						nstr. 3	3		Following	(I) (Instr. 4			
							Disposed of (D) (Instr. 3, 4 and 5)					and	and 4)				Reported Transaction(s) (Instr. 4)	(s)				
			<del></del>			anu s	"				┢			-								
														An	nount							
									Data		Francisco di		Nu	mber								
						Code	v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	e of Sh	or Shares							

## Explanation of Responses:

- Shares withheld to cover taxes.
- 2. The total securities beneficially owned includes 79,422 shares of unvested Restricted Stock Units.

## Remarks:

Andy Sewell, Attorney-in-Fact for Andrew Anagnost

03/12/2018

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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.