



## Autodesk Prices \$750 Million Note Offering

June 3, 2015

SAN RAFAEL, Calif.--(BUSINESS WIRE)--Jun. 3, 2015-- Autodesk, Inc. (NASDAQ:ADSK) today announced the pricing of two series of its notes in an aggregate principal amount of \$750 million in an underwritten, registered public offering. Of these notes, \$450 million will mature on June 15, 2020 and will bear interest at an annual rate of 3.125 percent, and \$300 million will mature on June 15, 2025 and will bear interest at an annual rate of 4.375 percent. The offering is expected to close on June 5, 2015, subject to customary closing conditions.

Autodesk intends to use the net proceeds from the sale of the notes for general corporate purposes, including working capital, capital expenditures, acquisitions and strategic transactions and stock repurchases.

BofA Merrill Lynch, J.P. Morgan and Wells Fargo Securities acted as joint book-running managers for the offering.

The offering of the notes is being made pursuant to an effective shelf registration statement filed with the Securities and Exchange Commission (the "SEC"). The offering of the notes will be made only by means of a prospectus supplement and accompanying prospectus, copies of which may be obtained from:

J.P. Morgan Securities LLC	Merrill Lynch, Pierce, Fenner & Smith Incorporated	Wells Fargo Securities, LLC
383 Madison Avenue	222 Broadway	608 2 <sup>nd</sup> Avenue
New York, NY 10179	New York, NY 10038	South Minneapolis, MN 55402
Attn: Investment Grade Syndicate Desk, 3 <sup>rd</sup> Floor	Attn: Prospectus Department	Attn: WFS Customer Service
1-212-834-4533 (Collect)	1-800-294-1322 (Toll free)	1-800-645-3751 (Toll free)

These documents will also be filed with the SEC and will be available on the SEC's website at <http://www.sec.gov>.

This press release does not constitute an offer to sell or the solicitation of an offer to buy any of the notes, nor shall there be any sale of these notes in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction.

### Cautionary Statement

This press release contains forward-looking statements within the meaning of the federal securities laws. These statements involve risks and uncertainties that could cause actual results to differ materially, including, but not limited to, the satisfaction of customary closing conditions with respect to the offering of the notes, prevailing market conditions, and the anticipated use of the proceeds of the offering of the notes which could change as a result of market conditions or for other reasons, and corporate considerations and the impact of general economic, industry or political conditions in the United States or internationally. Additional risks and uncertainties relating to the offering, Autodesk and its business can be found under the heading "Risk Factors" in Autodesk's Quarterly Report on Form 10-Q for the quarter ended April 30, 2015, in the preliminary prospectus supplement relating to the offering and the accompanying prospectus filed with the SEC.

Autodesk does not undertake any obligation to publicly update any forward-looking statements to reflect events, circumstances or new information after the date of this press release, or to reflect the occurrence of unanticipated events.

### About Autodesk

Autodesk helps people imagine, design and create a better world. Everyone—from design professionals, engineers and architects to digital artists, students and hobbyists—uses Autodesk software to unlock their creativity and solve important challenges.

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