**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

**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

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**1. Name and Address of Reporting Person**

Hope Stephen W.

111 MCINNIS PARKWAY

SAN RAFAEL, CA 94903

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**2. Issuer Name and Ticker or Trading Symbol**

Autodesk, Inc. [ ADSDK ]

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**3. Date of Earliest Transaction (Month/Day/Year)**

03/25/2022

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**4. If Amendment, Date of Original Filed (Month/Day/Year)**

03/29/2022

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**5. Relationship of Reporting Person(s) to Issuer**

X Officer (give title below)

VP & Chief Accounting Officer

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**6. Individual or Joint/Group Filing (Check Applicable Line)**

X Form filed by One Reporting Person

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>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 6)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>03/25/2022</td>
<td></td>
<td>A</td>
<td>(1) 994 A</td>
<td>$0 4,999 (2) D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>03/25/2022</td>
<td></td>
<td>μ (3)</td>
<td>345 D</td>
<td>$213.05 4,654 (2) D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>03/25/2022</td>
<td></td>
<td>μ (3)</td>
<td>126 D</td>
<td>$213.05 4,528 (2) D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>03/28/2022</td>
<td></td>
<td>γ (5)</td>
<td>1,626 D</td>
<td>$212.3 2,902 (2) D</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. Represents shares earned based upon attainment for Performance Stock Unit awards. 994 shares subject to two PSUs vested on attainment on 03/25/2022.
2. The total securities beneficially owned includes 2,823 shares of unvested Restricted Stock Units.
3. Shares withheld to cover taxes.
4. The total securities beneficially owned includes 2,459 shares of unvested Restricted Stock Units.
5. 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 and amended on 8/26/2021.

**Remarks:**

Melissa Hoje, Attorney-in-Fact for Stephen Hope

03/29/2022

**Signature of Reporting Person**

**Date**

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.