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

1. Name and Address of Reporting Person†
   Anagnost Andrew

   (Last) (First) (Middle)
   111 MCINNIS PARKWAY
   AUTODESK, INC.

   (Street)
   SAN RAFAEL, CA 94903

   (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
   Autodesk, Inc. [ ADSK ]

3. Date of Earliest Transaction (Month/Day/Year)
   03/21/2022

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

5. Relationship of Reporting Person(s) to Issuer
   (Check all applicable)
   X Director
   X Officer (give title below) President and CEO
   10% Owner
   Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
   X Form filed by One Reporting Person
   Form filed by More than One Reporting Person

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. 4)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 5 and 6)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 7)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 8)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 9)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>03/21/2022</td>
<td></td>
<td>A</td>
<td>29,844 A</td>
<td>$0 97,340(2)</td>
<td>D</td>
<td></td>
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<tr>
<td>Common Stock</td>
<td>03/21/2022</td>
<td></td>
<td>D</td>
<td>14,094 D</td>
<td>$213.3 82,466(2)</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>03/21/2022</td>
<td></td>
<td>D</td>
<td>9,927 D</td>
<td>$213.3 73,319(2)</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 5)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 6 and 7)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 8 and 9)</th>
<th>8. Price of Derivative Security (Instr. 10)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 11)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 12)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 13)</th>
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</table>

Explanation of Responses:
1. Represents shares earned based upon attainment for Performance Stock Unit awards. 29,844 shares subject to two PSUs vested on attainment on 03/21/2022.
2. The total securities beneficially owned includes 56,201 shares of unvested Restricted Stock Units.
3. Shares withheld to cover taxes.
4. The total securities beneficially owned includes 35,185 shares of unvested Restricted Stock Units.

Remarks:
This Form 4 is being filed late due to inadvertent administrative error.

Melissa Hoge, Attorney-in-Fact for Andrew Anagnost
03/24/2022

Signature of Reporting Person
Date

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