STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

1. Name and Address of Reporting Person
   MILLIGAN STEPHEN D
   C/O AUTODESK, INC.
   111 MCINNIS PARKWAY
   SAN RAFAEL CA 94903

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

3. Date of Earliest Transaction (Month/Day/Year)
   06/16/2021

4. Transaction (A) or Disposed Of (D)
   1. The Reporting Person is entitled to receive one share of Common Stock for each Restricted Stock Unit. These are restricted stock units granted under the 2012 Outside Directors' Stock Plan in lieu of cash compensation for services as a director, and vest on the date of the 2022 annual meeting.

5. Relationship of Reporting Person(s) to Issuer
   X Director
   X 10% Owner
   Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
   X Form filed by One Reporting Person
   X 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>3. Transaction Code (Instr. 3)</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>06/16/2021</td>
<td>A (1)</td>
<td>328  A</td>
<td>$0</td>
<td>D</td>
<td>I By Trust</td>
</tr>
<tr>
<td>Common Stock</td>
<td>06/16/2021</td>
<td>A (1)</td>
<td>913  A</td>
<td>$0</td>
<td>D</td>
<td>I By Trust</td>
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</tbody>
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** 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. 2)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 2)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 6)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
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** Remarks: **

Melissa Hoge, Attorney-in-Fact for
Stephen D. Milligan
06/21/2021

** Signature of Reporting Person **

Date

Estimated average burden hours per response: 0.5

OMB Number: 3235-0287


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).


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.

** Instruction 1(b).**

** Instruction 2.**

** Instruction 3. **

** Instruction 4.**

** Instruction 6. **

** Instruction 8. **

** Instruction 9. **

Washington, D.C. 20549

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

SEC Form 4
POWER OF ATTORNEY

The undersigned, as a Section 16 reporting person of Autodesk, Inc. (the "Company"), hereby constitutes and appoints Pascal W. Di Fronzo, as his or her true and lawful attorney-in-fact and agent, with full power of substitution, for the undersigned, in the undersigned's name, place and stead and in all capacities, to:

1. complete and execute Form ID (and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make trades in Company securities or otherwise) for the undersigned;
2. do all acts necessary in order to file such forms with the Securities and Exchange Commission, any securities exchange or national association or other regulatory or self-regulatory organization with which the undersigned is required to file such forms;

The undersigned hereby ratifies and confirms all that said attorneys-in-fact and agents shall do or cause to be done by virtue hereof.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of Company securities.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 1st day of October, 2020.

Signature: /s/ Stephen D. Milligan
Print Name: STEPHEN D. MILLIGAN