SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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* <u>AUTODESK INC</u>			2. Date of Event Requiring Statement (Month/Day/Year) 06/13/2008 3. Issuer Name and Ticker or Trading Symbol MOLDFLOW CORP [MFLO]						
(Last) (First) (Middle) 111 MCINNIS PARKWAY		(Middle)			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner			5. If Amendment, Date of Original Filed (Month/Day/Year)	
(Street) SAN RAFAEL (City)	CA (State)	94903 (Zip)			Officer (give title below)	Other (spe below)		pplicable Line) X Form filed b	l/Group Filing (Check y One Reporting Person y More than One erson
Table I - Non-Derivative Securities Beneficially Owned									
1. Title of Security (Instr. 4)					. Amount of Securities Beneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)	
Common Stock					11,622,163(1)	I		Beneficially owned through its wholly- owned subsidiary.	
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)									
1. Title of Derivative Security (Instr. 4) 2. Date Exerci Expiration Date (Month/Day/Yet)			ate	3. Title and Amount of Securit Underlying Derivative Securit			ise Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	n Title	Amount or Number of Shares	Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	

Explanation of Responses:

1. Shares acquired in connection with the Reporting Person's initial and subsequent tender offer for shares of Moldflow Corporation.

<u>Richard M. Foehr, Vice</u> <u>President</u>

06/23/2008

** 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 5 (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.