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

NORRINGTON LORRIE M

1. Name and Address of Reporting Person*:
ONE MARKET, SUITE 400
SAN FRANCISCO, CA 94105

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

3. Date of Earliest Transaction (Month/Day/Year):
06/21/2023

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

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

6. Individual or Joint/Group Filing (Check Applicable Line):
D (A) or (D)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
(e.g., puts, calls, warrants, options, convertible securities)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Security</th>
<th>Transaction Date</th>
<th>Code</th>
<th>Quantity</th>
<th>Price</th>
<th>Following</th>
<th>Beneficially Owned</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>06/21/2023</td>
<td>(A)</td>
<td>490</td>
<td>$0</td>
<td>13,098</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>06/21/2023</td>
<td>(A)</td>
<td>1,202</td>
<td>$0</td>
<td>14,300</td>
<td>D</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Security</th>
<th>Transaction Date</th>
<th>Code</th>
<th>(A)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Number of Shares</th>
</tr>
</thead>
</table>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
(e.g., puts, calls, warrants, options, convertible securities)

Explanation of Responses:

1. The Reporting Person is entitled to receive one share of Common Stock for each Restricted Stock Unit. These are Restricted Stock Units granted pursuant to the Director Compensation Policy and under the 2022 Equity Incentive Plan in lieu of cash compensation for services as a director, and vest on the date of the next annual meeting.

2. The total securities beneficially owned includes 490 shares of unvested Restricted Stock Units and 4,904 shares of vested Restricted Stock Units the distribution of which the reporting person has deferred the distribution of under the 2012 Outside Directors’ Stock Plan and/or pursuant to the Director Compensation Policy and under the 2022 Equity Incentive Plan.

3. The Reporting Person is entitled to receive one share of Common Stock for each Restricted Stock Unit. These are Restricted Stock Units granted pursuant to the Director Compensation Policy and under the 2022 Equity Incentive Plan, vest on the date of the next annual meeting.

4. The total securities beneficially owned includes 1,692 shares of unvested Restricted Stock Units and 4,904 shares of vested Restricted Stock Units the distribution of which the reporting person has deferred the distribution of under the 2012 Outside Directors’ Stock Plan and/or pursuant to the Director Compensation Policy and under the 2022 Equity Incentive Plan.

Remarks:

Melissa Hoge, Attorney in Fact for
Lorrie Norrington 06/23/2023

** Signature of Reporting Person Date
POWER OF ATTORNEY

The undersigned, as a Section 16 reporting person of Autodesk, Inc. (the “Company”), hereby constitutes and appoints Ruth Ann Keene, Amanda Riley, Blair Markovic, Kate Perkins, Melissa Hoge, Andrew Chew, and each of them, the undersigned’s true and lawful attorney-in-fact to:

1. complete and execute Form ID (and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the Securities and Exchange Commission) and Forms 3, 4 and 5 and other forms and all amendments thereto as such attorney-in-fact shall in his or her discretion determine to be required or advisable pursuant to Section 16 of the Securities Exchange Act of 1934 (as amended) and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned’s ownership, acquisition or disposition of securities of the Company; and

2. do all acts necessary in order to file such forms with the Securities and Exchange Commission, any securities exchange or national association, the Company and such other person or agency as the attorney-in-fact shall deem appropriate.

The undersigned hereby ratifies and confirms all that said attorneys-in-fact and agents shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned’s responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 (as amended).

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 and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Company and the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this ___ day of _____________, 2022.

Signature: ______________________________
Print Name: Lorrie Norrington