

The background of the slide features a futuristic, sleek car with its headlights glowing. Behind the car, there are wireframe models of robotic arms and mechanical components, suggesting advanced manufacturing or automotive technology.

Autodesk

Annual Meeting of Stockholders
June 11, 2009



Autodesk

David Gennarelli
Director, Investor Relations

Safe Harbor Statement

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This presentation contains non-GAAP financial measures. Reconciliations between non-GAAP financial measures and GAAP financial measures can be found in the appendix to this presentation, on our Website (www.autodesk.com) or in our SEC filings.



Autodesk

Pascal Di Fronzo

Senior Vice President, General Counsel & Secretary



Autodesk

Carl Bass
President and Chief Executive Officer



World's Leading 2D and 3D Design Software Company

Unparalleled Global Presence:

- Diversified markets and industries
- Geographically diversified revenue
- Over 9 million seats registered globally
- Broad channel:
 - 1,700 partners
 - 1,500 authorized training centers
 - 3,400 development partners

Autodesk Software Enables Better Design

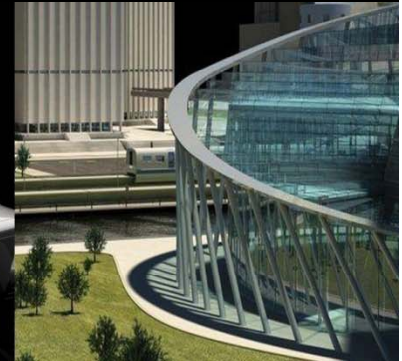
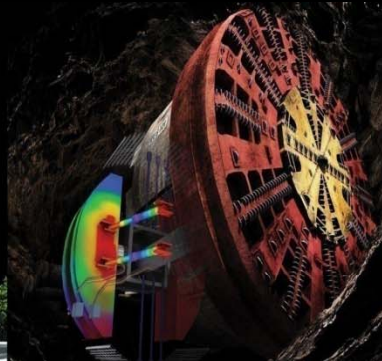
Autodesk customers experience their ideas digitally and design:

- More affordably
- More quickly
- More sustainably
- More innovatively

This creates a competitive advantage

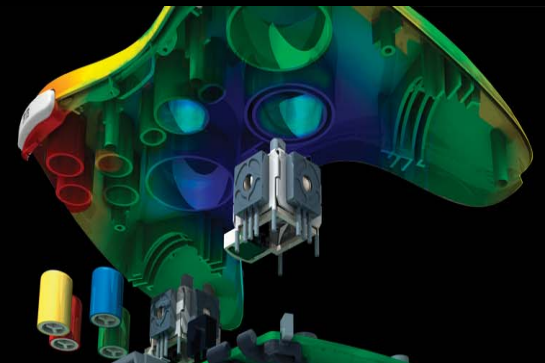
Our Customers' Industries

- Architecture, Engineering, & Construction
- Automotive
- Manufacturing
- Media & Entertainment
- Utilities & Telecommunications
- Government



Autodesk Capabilities: Design, Visualization, and Simulation

- Building Information Modeling – AEC
- Digital Prototyping – Manufacturing
- Digital Entertainment Creation – Media & Entertainment



An Unmatched Product Portfolio

Autodesk and AutoCAD changed the world of design by automating drafting over 25 years ago. Today, the Autodesk portfolio offers a depth and breadth that none of our competitors can match, serving a wide range of industries and addressing all phases of the design process.



The image displays a vast array of Autodesk software products, including AutoCAD, Revit, Maya, 3ds Max, and Inventor, arranged in a grid pattern. The boxes are shown in various colors and designs, representing the breadth of the Autodesk portfolio. The products are arranged in a way that shows the depth of the portfolio, with many boxes visible in the background and foreground.

Image created in Autodesk® 3ds Max®

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The image displays a vast array of Autodesk software products, including AutoCAD, Revit, Maya, 3ds Max, and Inventor, arranged in a grid-like pattern on a reflective surface. The boxes are of various colors and sizes, representing the breadth of the Autodesk portfolio. The products are arranged in a way that creates a sense of depth and scale, emphasizing the 'unmatched' nature of the portfolio.

Image created in Autodesk® 3ds Max®



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FY 2009 Key Metrics

- Total revenue grew 7% to \$2.315B
- Total 3D revenue increased 23%
- Subscription revenue increased 29%
- Non-GAAP operating margin 25%
- Non-GAAP EPS \$1.95
- Cash flow from operations \$594M



Revenue Growth



EPS Growth



GAAP to Non-GAAP reconciliation in appendix

FY 2009 - Two Divergent Halves

FY09 Non-GAAP P&L

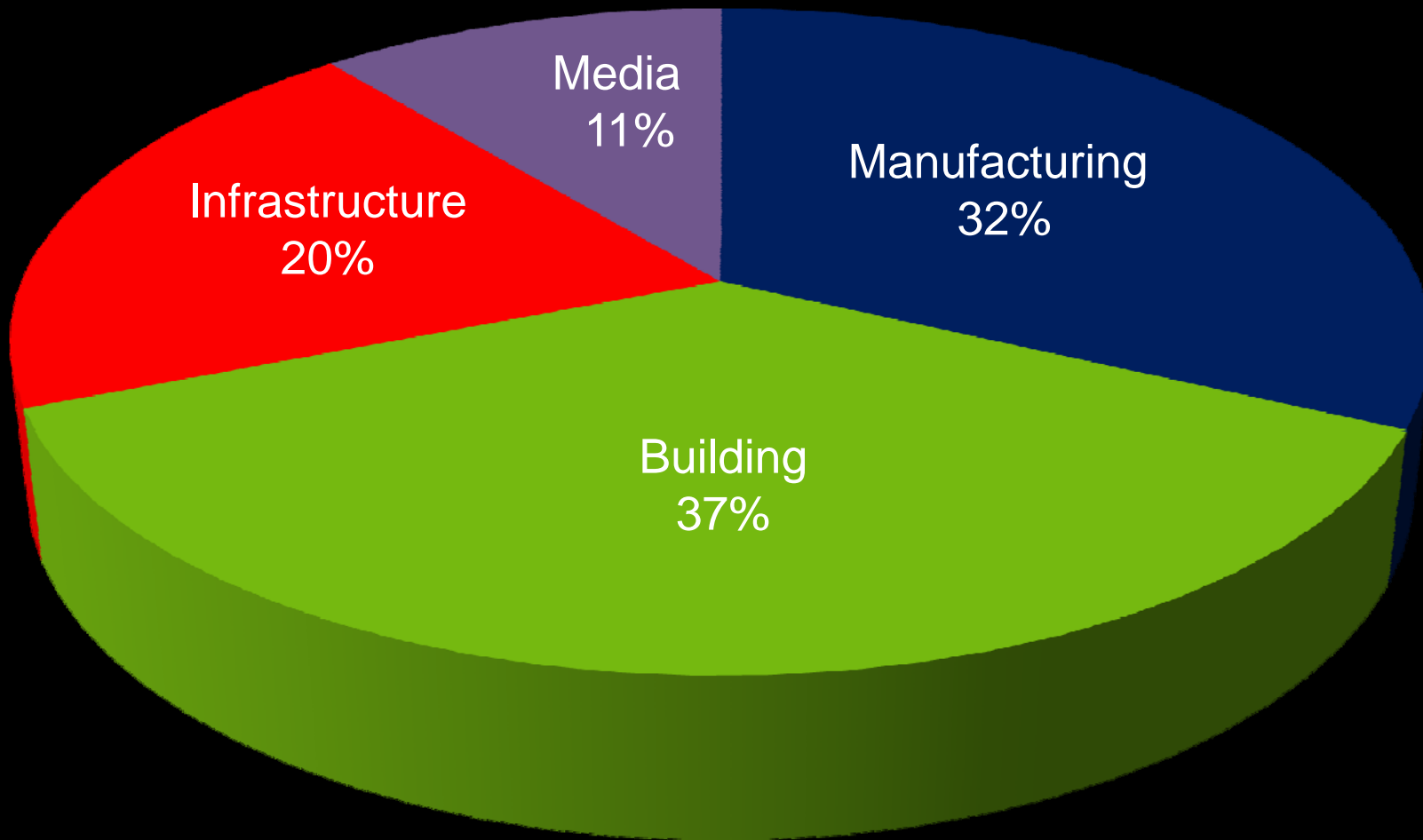
| \$ in Millions | H1 FY09 | Y/Y% | H2 FY09 | Y/Y% |
|--------------------|---------|---------|---------|-----------|
| Revenues | 1,218 | 18% | 1,097 | (4)% |
| Gross Margin% | 91.2% | 0.8 ppt | 92.2% | (0.4) ppt |
| Operating Expenses | 790 | 19% | 757 | 3% |
| Operating Margin | 322 | 18% | 255 | (18)% |
| Operating Margin % | 26.4% | 0.0 ppt | 23.2% | (4.2) ppt |
| EPS | \$1.06 | 20% | \$0.87 | (14)% |

GAAP to Non-GAAP reconciliation in appendix

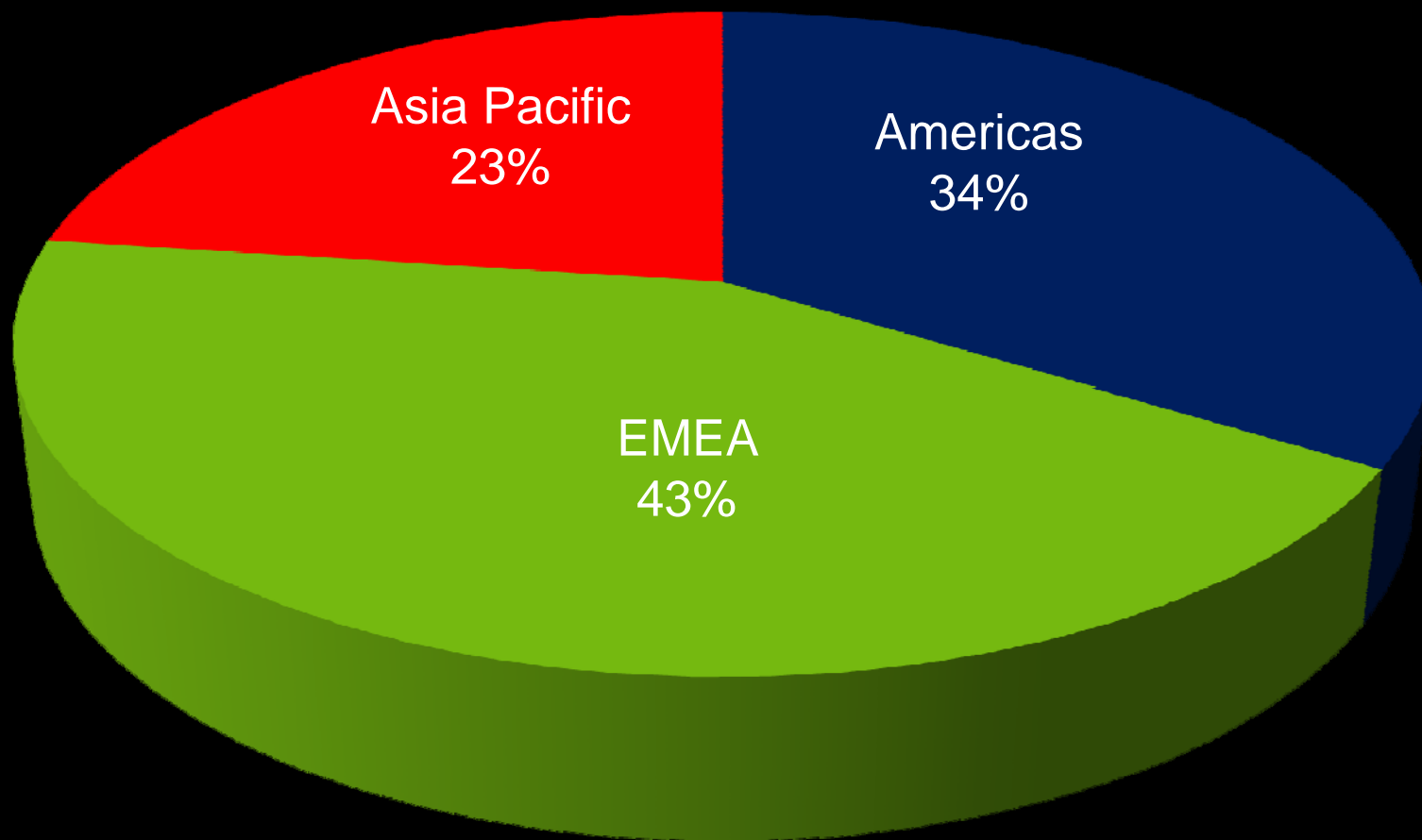
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Diversified Industry Revenue



Diversified Global Revenue



Reducing Cost Structure

Targeting \$250M in Annualized Expense Reductions for Fiscal 2010

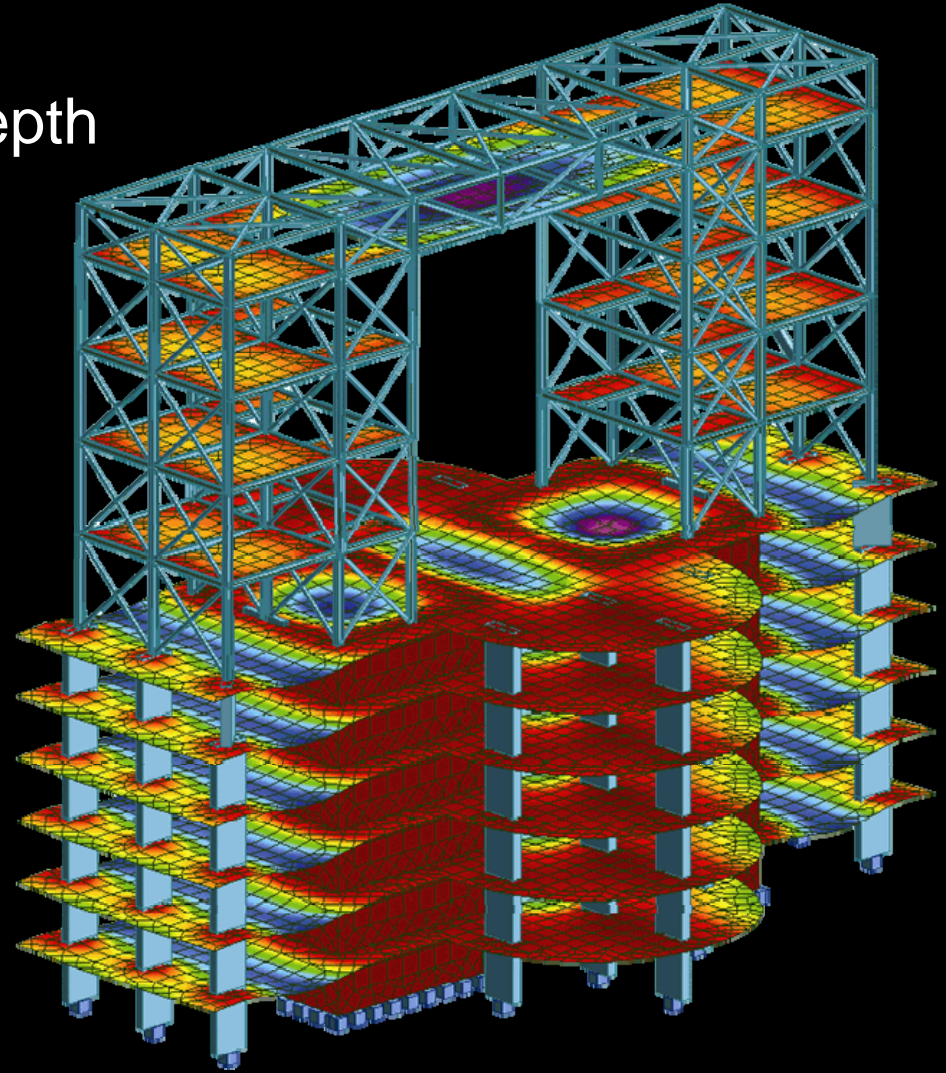
Opportunities for Savings

- Employee fringe benefits
- Hiring freeze
- Contingent labor
- Advertising & promotions
- Facilities consolidations
- Travel & entertainment
- Headcount reductions



Autodesk Advantage

- Product line breadth and depth
- Democratizing technology
- Global ecosystem



Autodesk®

FY09 GAAP to Non-GAAP Reconciliation

| | Net Income | Diluted EPS |
|---|---------------|----------------|
| | <i>\$M</i> | |
| GAAP | 184 | \$ 0.80 |
| SFAS 123R stock-based compensation expense | 90 | 0.39 |
| Amortization of developed technology | 23 | 0.10 |
| Amortization of customer relationships and trademarks | 23 | 0.10 |
| In-process research and development | 27 | 0.12 |
| Impairment of goodwill and intangibles | 129 | 0.56 |
| Restructuring | 40 | 0.18 |
| Income tax effect on difference between GAAP and non-GAAP total costs and expenses at a normalized rate | (68) | (0.30) |
| Non-GAAP | 448 | \$ 1.95 |

GAAP to Non-GAAP EPS Reconciliation

| | FY03 | FY04 | FY05 | FY06 | FY07 | FY08 | FY09 |
|---|--------|--------|--------|--------|--------|--------|--------|
| GAAP | 0.12 | 0.50 | 0.90 | 1.35 | 1.19 | 1.47 | 0.80 |
| Impairment of goodwill and intangibles | - | - | - | - | - | - | 0.56 |
| Stock-based compensation expense | 0.02 | 0.02 | 0.03 | 0.02 | 0.38 | 0.41 | 0.39 |
| Amortization of acquired intangibles | - | - | - | - | 0.06 | 0.08 | 0.20 |
| Restructuring | 0.11 | 0.01 | 0.11 | - | - | - | 0.18 |
| In-process research and development | - | - | - | 0.03 | - | 0.02 | 0.12 |
| Income tax effect on diff. between GAAP and non-GAAP total costs and exp. at a normalized rate | (0.03) | (0.01) | (0.04) | (0.01) | (0.13) | (0.18) | (0.30) |
| Employee tax reimb. related to stock option review | - | - | - | - | - | 0.06 | - |
| Litigation accrual | - | - | - | - | 0.02 | - | - |
| Investment impairment | - | - | - | - | - | 0.02 | - |
| Dividends received deduction benefit for prior fiscal years | - | - | (0.06) | (0.05) | - | - | - |
| Non-recurring tax benefit | (0.02) | (0.11) | (0.04) | (0.02) | - | - | - |
| Non-GAAP | 0.20 | 0.41 | 0.90 | 1.31 | 1.53 | 1.88 | 1.95 |

Reconciliation of Operating Margin

| | FY09 |
|--|--------------|
| GAAP Operating Margin | 10.6% |
| Stock-based compensation expense | 3.9% |
| Amortization of purchased intangibles | 2.0% |
| IPR&D | 1.2% |
| Empl. tax reimb. related to stock option review | - |
| Litigation accrual | - |
| Impairment of goodwill and intangibles | 5.6% |
| Restructuring | 1.7% |
| Non-GAAP Operating Margin | 24.9% |

GAAP to Non-GAAP Reconciliation of 1H FY09 and 2H FY09

| NON-GAAP RECONCILIATIONS | | | | | | |
|--|--------------------------------------|---------------------|---------------------------------------|---------------------|--|---------------------|
| | First Half of Fiscal Year 2009 | % of Net Revenue | Second Half of Fiscal Year 2009 | % of Net Revenue | Fiscal Year Ended January 31, 2009 | % of Net Revenue |
| <i>Fiscal 2009</i> | <i>(in millions)</i> | | <i>(in millions)</i> | | <i>(in millions)</i> | |
| | | | | | | |
| | | | | | | |
| Total Net Revenue | \$ 1,218 | | \$ 1,097 | | \$ 2,315 | |
| | | | | | | |
| GAAP income from operations | \$ 239 | 20% | \$ 6 | 1% | \$ 245 | 11% |
| SFAS 123R stock-based compensation expense | 48 | | 42 | | 90 | |
| Amortization of developed technology | 9 | | 14 | | 23 | |
| Amortization of customer relationships and trademarks | 9 | | 14 | | 23 | |
| In-process research and development | 17 | | 10 | | 27 | |
| Employee tax reimbursements related to stock option review | - | | - | | - | |
| Impairment of goodwill and intangibles | - | | 129 | | 129 | |
| Restructuring | - | | 40 | | 40 | |
| Non-GAAP income from operations | \$ 322 | 26% | \$ 255 | 23% | \$ 577 | 25% |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | First Half of Fiscal Year 2008 | % of Net Revenue | Second Half of Fiscal Year 2008 | % of Net Revenue | Fiscal Year Ended January 31, 2008 | % of Net Revenue |
| <i>Fiscal 2008</i> | <i>(in millions)</i> | | <i>(in millions)</i> | | <i>(in millions)</i> | |
| | | | | | | |
| | | | | | | |
| Total Net Revenue | \$ 1,034 | | \$ 1,138 | | \$ 2,172 | |
| | | | | | | |
| GAAP income from operations | \$ 216 | 21% | \$ 230 | 20% | \$ 446 | 21% |
| SFAS 123R stock-based compensation expense | 36 | | 63 | | 99 | |
| Amortization of developed technology | 4 | | 7 | | 11 | |
| Amortization of customer relationships and trademarks | 4 | | 5 | | 9 | |
| In-process research and development | 1 | | 4 | | 5 | |
| Employee tax reimbursements related to stock option review | 12 | | 2 | | 14 | |
| Impairment of goodwill and intangibles | - | | - | | - | |
| Restructuring | - | | - | | - | |
| Non-GAAP income from operations | \$ 273 | 26% | \$ 311 | 27% | \$ 584 | 27% |