FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPRO	VAL							
	OMB Number: 3235-0								
l	Estimated average burden								
l	hours per response:	0.5							

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(h)

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* Blum Steven M						2. Issuer Name and Ticker or Trading Symbol AUTODESK INC [ADSK]								heck all a Dir	pplicable) ector	10%	Owner	
(Last) (First) (Middle) 111 MCINNIS PKWY						3. Date of Earliest Transaction (Month/Day/Year) 08/26/2016											,	
(Street) SAN RAFAEL CA 94903 (City) (State) (Zip)				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									ne) <mark>X</mark> Fo Fo	ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person			
	Tab	le I - Noi	า-Deriv	ative	Se	curiti	es Ac	quired,	Dis	posed o	f, or	Bene	eficia	Ily Ow	ned			
Date					ar)	Execution if any	ecution Date, any							d Secu Ben Own	rities eficially ed Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership	
									v	Amount		(A) or (D)	Price	Tran	saction(s)		(Instr. 4)	
ommon Stock 08/26/2					2016			S ⁽¹⁾		10,000 D		\$6	6	36,419 ⁽²⁾	D			
	Ta													Owne	d			
or Exercis Price of	version cercise (Month/Day/Year) e of vative	3A. Deemed Execution Date, if any (Month/Day/Year)					Expiration Date (Month/Day/Year)			Amou		ount	Derivative Security	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
	FAEL (3) Stock 2. Conversion or Exercise Price of Derivative	(First) NNIS PKWY FAEL CA (State) Tab Security (Instr. 3) Stock 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) NNIS PKWY FAEL CA 94903 (State) (Zip) Table I - Nor Security (Instr. 3) Stock Table II - I (Conversion or Exercise Price of Derivative Price	(First) (Middle) NNIS PKWY FAEL CA 94903 (State) (Zip) Table I - Non-Derive Conversion or Exercise Price of Derivative (Month/Day/Year) Stock 3. Transaction Date (Month/Day/Year) 2. Table II - Derivate (e.g., pt. (Month/Day/Year)	(First) (Middle) (First) (Middle) NNIS PKWY FAEL CA 94903 (State) (Zip) Table I - Non-Derivative Month/Day/Ye Stock Table II - Derivative S (e.g., puts, compared of Exercise Price of Derivative Security 2. Transaction Date (Month/Day/Year) 3. 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Number of Derivative Securities Acqueed (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5)	AUTODESK INC AD	AUTODESK INC ADSK	AUTODESK INC [ADSK] (First) (Middle) (First) (Middle) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Security (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibe Security Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibe Security AUTODESK INC [ADSK] 3. Date of Earliest Transaction (Month/Day/Year) ob/(Month/Day/Year) 4. If Amendment, Date of Original Filed (Month/Day/Year) Security (Instr. 3) A. Security Disposed of (Code Instr. Spin) Code V Amount Stock Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibe Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Expiration	AUTODESK INC [ADSK] (First) (Middle) (First) (Middle) (NNIS PKWY 3. Date of Earliest Transaction (Month/Day/Year) 08/26/2016 4. If Amendment, Date of Original Filed (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Becurity (Instr. 3) 2. Transaction Date Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date Execution Date, if any (Month/Day/Year) (Month/Day/Year) 3. Transaction Code (Instr. 8) Code V Amount 4. Securities Acquired, Disposed of, or Beceurity (e.g., puts, calls, warrants, options, convertible security Securities Acquired (A) or Disposed of (D) (Month/Day/Year) (Month/Day/Year) AUTODESK INC [ADSK] 3. 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Transaction Execution Date (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (p) (instr. 3, 4 and 5) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Stock Amount (A) or price (instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date (e.g., puts, calls, warrants, options, convertible securities) 2. Owership Securities Securi	

Explanation of Responses:

- 1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 23, 2015.
- 2. The total securities beneficially owned includes 67,550 shares of unvested restricted stock units.

Remarks:

Andy Sewell, Attorney-in-Fact for Steven Blum

08/29/2016

** Signature of Reporting Person

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).
- ** 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.