
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported)

June 15, 2016

Autodesk, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of
incorporation)

000-14338

(Commission File Number)

94-2819853

(IRS Employer
Identification No.)

**111 McInnis Parkway
San Rafael, California 94903**

(Address of principal executive offices, including zip code)

(415) 507-5000

(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07. Submission of Matters to a Vote of Security Holders.

At the Annual Meeting of Stockholders of Autodesk, Inc. (“Autodesk” or the “Company”) held on June 15, 2016 (the “Annual Meeting”), the stockholders of the Company elected the following eleven individuals to the Board of Directors. Each director will serve for the ensuing year and until their successors are duly elected and qualified.

| Nominee | Votes For | Votes Against | Abstentions* | Broker Non-Votes* |
|-----------------------|------------------|----------------------|---------------------|--------------------------|
| Carl Bass | 178,343,535 | 18,646,732 | 62,090 | 11,832,512 |
| Crawford W. Beveridge | 178,623,951 | 18,357,226 | 71,180 | 11,832,512 |
| Jeff Clarke | 191,409,756 | 5,553,469 | 89,132 | 11,832,512 |
| Scott Ferguson | 195,018,098 | 1,947,407 | 86,852 | 11,832,512 |
| Thomas Georgens | 179,694,362 | 17,287,384 | 70,611 | 11,832,512 |
| Richard S. Hill | 192,535,202 | 4,436,389 | 80,766 | 11,832,512 |
| Mary T. McDowell | 180,180,613 | 16,803,527 | 68,217 | 11,832,512 |
| Lorrie M. Norrington | 189,562,957 | 7,421,674 | 67,726 | 11,832,512 |
| Betsy Rafael | 189,557,300 | 7,424,136 | 70,921 | 11,832,512 |
| Stacy J. Smith | 170,774,272 | 26,209,885 | 68,200 | 11,832,512 |
| Steven M. West | 189,284,360 | 7,696,388 | 71,609 | 11,832,512 |

* Abstentions and broker non-votes do not affect the outcome of the election.

In addition, the following proposals were voted on and approved at the Annual Meeting.

| | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|---|------------------|----------------------|--------------------|-------------------------|
| Proposal to ratify the appointment of Ernst & Young LLP as the Company’s independent registered public accounting firm for the fiscal year ending January 31, 2017. | 207,013,096 | 1,822,447 | 49,326 | N/A |
| Proposal to approve, on a non-binding advisory basis, the compensation of the Company’s named executive officers as described in the proxy statement. | 169,526,480 | 27,360,863 | 165,014 | 11,832,512 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AUTODESK, INC.

By: /s/ Pascal W. Di Fronzo

Pascal W. Di Fronzo

Senior Vice President, General Counsel and Secretary

Date: June 16, 2016