Autodesk Announces Agreement to Acquire Innovyze
Safe Harbor

This presentation contains forward-looking statements that involve risks and uncertainties, including statements regarding: the planned Innovyz acquisition and the timing thereof, the impact of the acquisition on Autodesk’s business performance; the impact of the transaction on Autodesk's and Innovyz's products and services capabilities, customers, and partners; and Autodesk’s strategic priorities.

Factors that could cause actual results to differ materially include the following: Autodesk's ability to successfully integrate Innovyz's business; costs related to the acquisition; the impact of climate change and population growth; changes in Innovyz's customer base or geographic footprint; whether the infrastructure design and water industries evolve as anticipated; the competitive environment in the infrastructure design and water industries and competitive responses to the acquisition; Autodesk and Innovyz's success developing new products or modifying existing products and the degree to which these gain market acceptance; general market and business conditions; unanticipated impact of accounting for acquisition; and the ability to satisfy the conditions to the completion of the acquisition on the anticipated schedule, or at all.

Further information on potential factors that could affect future results is contained in our Form 10-K and Form 10-Q filings available at www.sec.gov, including descriptions of the risk factors that may impact us and the forward-looking statements made in this presentation. Autodesk disclaims any obligation to update the forward-looking statements provided to reflect events that occur or circumstances that exist after the date on which they were made.
## Strategic Rationale

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<th>Immediate Scale &amp; Presence in Water</th>
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<tr>
<td>- Creates $1.7B in new addressable TAM for Autodesk in infrastructure</td>
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<td>- Largest pure-play global water infrastructure software provider with regulatory stamp of approval</td>
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<td>- Global and diversified customer base with presence in 60+ Countries</td>
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<th>Water Expertise &amp; Strong R&amp;D</th>
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<td>- 240 employees with ~50% in R&amp;D. Headquartered in Portland, OR</td>
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<td>- Deep domain expertise in water simulation and analysis</td>
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<td>- Emerging cloud platform that is AI/Machine Learning (ML) enabled</td>
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<th>Complements Autodesk Infrastructure Solutions</th>
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<td>- Provides comprehensive water modeling solutions that augment Autodesk’s BIM offerings in civil engineering</td>
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<td>- Innovyze solutions extend Autodesk’s presence into operations and maintenance of water infrastructure assets</td>
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<th>Compelling Synergies</th>
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<td>- Autodesk provides means to scale through Enterprise, Channel and geographic expansion</td>
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<td>- Presents new growth opportunities with Engineering Consultants and Water Utilities</td>
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Water Is The World’s Most Critical Resource

Water is Life

2.2 Billion People Lack Access to Safely Managed Drinking Water Services Globally\(^1\)

Key Priority on UN Sustainability Agenda

25% of Global Population Live in Countries Experiencing High Water Stress\(^2\)

Water is in Every Process

88 Gallons of Water is Consumed by an Average US Person Per Day\(^3\)

Notes:
1. WHO/UNICEF Joint Monitoring Program for Water Supply, Sanitation and Hygiene (JMP)
2. World Resources Institute – National Water Stress Rankings
3. US Environmental Protection Agency – Government Accountability Report
Major Water Industry Trends

$1.9 trillion | water infrastructure investment needed globally¹
1.6 billion | people at risk of floods by 2050²

Climate Change

Urbanization

Budget Constraints

Aging Infrastructure

Legacy Processes

Population Growth

Notes:
1. Global Infrastructure Hub 2020
4. Waterworld – According to World Bank data estimates

2021 Autodesk
Innovyze Focused On Addressing Stakeholder Needs

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<tr>
<th>Water Utility</th>
<th>Sewer Utility</th>
<th>River/Flood Authority</th>
<th>Consulting Firm</th>
<th>Plant Operators</th>
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**END-TO-END WATER SOFTWARE SOLUTIONS**

- Plan, Design, Model and Manage across the Entire Water Ecosystem

**PLATFORM FOR OPERATIONAL DECISION MAKING**

- Purpose-Built System Designed to Predict and Optimize Water Processes

**SYSTEM-OF-RECORD FOR WATER MANAGEMENT**

- Mission Critical Applications with Regulatory Stamp of Approval
Innovyze Well Positioned To Capture Water Value Chain

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**Operational analytics / Artificial intelligence**

- Provides real-time, actionable insights to reduce operational costs and enhance service reliability
- Helps prepare for emergencies and optimize maintenance schedules

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**Asset management**

- Analytical risk-based infrastructure management for water and sewer networks
- Helps achieve low cost and risk of owning and operating water assets over lifecycle

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**Stormwater and Flood Modeling**

Modeling and simulation of flood and storm water drainage systems

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**Drainage Design and Green Infrastructure**

Optimizes network and pipes to mitigate flooding and meet regulatory requirements

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**Green Infrastructure Design**

Turns stormwater into a resource by designing sustainable urban drainage reservoirs for water reuse

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**Drinking Water**

Modeling of water distribution systems to ensure clean drinking water reaches homes

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**Sewer / Wastewater**

Modeling and simulation of sewer collection, wastewater treatment plants and other water quality related systems

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Robust Product Portfolio

1. 1D / 2D simulations to improve the performance of flood control, storm water and sewer systems

2. Advanced modeling solutions that make water distribution networks more cost-effective

3. Design sustainable drainage systems in 3D that comply with local planning requirements

4. Centralize asset visibility to optimize CapEx and OpEx, reduce risk and plan for asset investments

5. Combination of real-time telemetry with hydraulic simulation enhanced by AI/ML
A Diversified And Loyal Customer Base
Approximately 3,000 customers worldwide
Autodesk + Innovyze = End-To-End Water Infrastructure Portfolio

**PLANNING**
(OWNERS + ENGINEERS)
- Planning
- Hydraulic Analysis
- Revit
- CIVIL 3D
- InfoWorks
- InfoSWMM

**DESIGN**
(ENGINEERS)
- Civil Design Environment
- InfoWorks
- InfoDrainage
- CIVIL 3D
- Revit

**BUILD**
(CONTRACTORS)

**O&M**
(OWNERS)
- Asset Management
- Operational Analytics
- Info360 Insight
- InfoAsset

**Water Resources**
(Dams, Canals)

**Stormwater/Flooding**
(Drainage)

**Water Distribution**
(Networks)

**Sewer Collection & Disposal**
(Networks)
## Transaction Overview

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<th>Structure</th>
<th>Purchase price of $1 Billion net of cash for 100% of Innovyze’s outstanding shares subject to working capital and tax closing adjustments</th>
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<td>Financing</td>
<td>To be financed with cash on hand</td>
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<td>Organizational Structure</td>
<td>Innovyze will join the Autodesk team reporting to Amy Bunszel, Executive Vice President, AEC Design Solutions, Autodesk</td>
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<td>Expected Closing</td>
<td>The transaction is subject to customary closing conditions and is expected to close during Autodesk’s first quarter of fiscal 2022, ending April 30, 2021</td>
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