

Autodesk Announces Agreement to Acquire Innovyze



Innovyze®

Safe Harbor

This presentation contains forward-looking statements that involve risks and uncertainties, including statements regarding: the planned Innovyze acquisition and the timing thereof, the impact of the acquisition on Autodesk's business performance; the impact of the transaction on Autodesk's and Innovyze'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 Innovyze's business; costs related to the acquisition; the impact of climate change and population growth; changes in Innovyze'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 Innovyze'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

Immediate Scale & Presence in Water

- Creates \$1.7B in new addressable TAM for Autodesk in infrastructure
- Largest pure-play global water infrastructure software provider with regulatory stamp of approval
- Global and diversified customer base with presence in 60+ Countries

Water Expertise & Strong R&D

- 240 employees with ~50% in R&D. Headquartered in Portland, OR
- Deep domain expertise in water simulation and analysis
- Emerging cloud platform that is AI/Machine Learning (ML) enabled

Complements Autodesk Infrastructure Solutions

- Provides comprehensive water modeling solutions that augment Autodesk's BIM offerings in civil engineering
- Innovyze solutions extend Autodesk's presence into operations and maintenance of water infrastructure assets

Compelling Synergies

- Autodesk provides means to scale through Enterprise, Channel and geographic expansion
- Presents new growth opportunities with Engineering Consultants and Water Utilities

Water Is The World's Most Critical Resource

Water is Life



2.2 Billion

*People Lack Access to Safely
Managed Drinking Water
Services Globally¹*

Key Priority on UN Sustainability Agenda



25%

*of Global Population Live in
Countries Experiencing High
Water Stress²*

Water is in Every Process



88 Gallons

*of Water is Consumed by an
Average US Person Per Day³*

- 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



over
25%

of the world's
population
drink unsafe
water³

nearly
9
trillion
gallons

of water are lost each
year worldwide due
to prolonged leaks
and pipe breaks⁴

- Notes:
1. Global Infrastructure Hub 2020
 2. United Nations 2020: United in Science 2020 Report
 3. WHO/UNICEF Joint Monitoring Program for Water Supply, Sanitation and Hygiene (JMP)
 4. Waterworld – According to World Bank data estimates

Innovyze Focused On Addressing Stakeholder Needs



Water Utility



Sewer Utility



River/Flood Authority



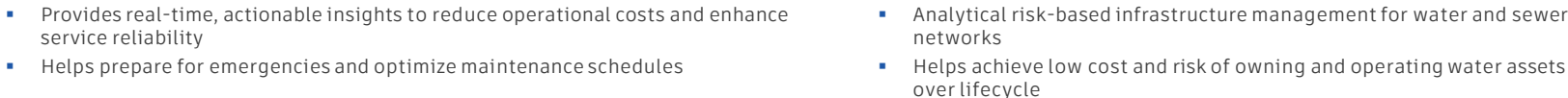
Consulting Firm



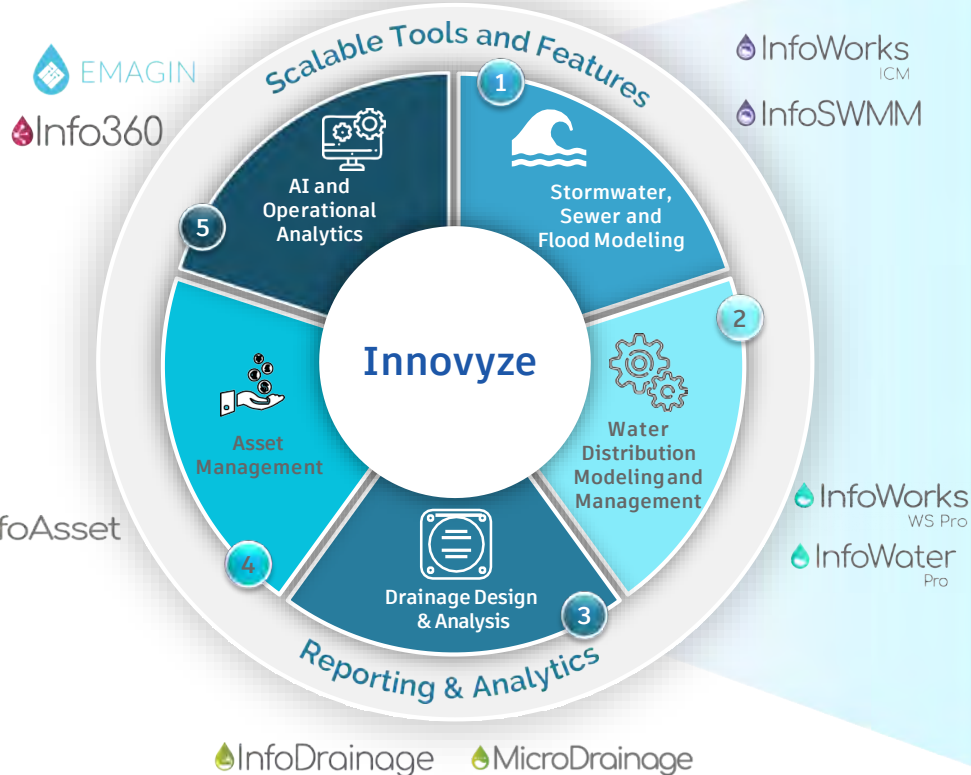
Plant Operators

END-TO-END WATER SOFTWARE SOLUTIONS	PLATFORM FOR OPERATIONAL DECISION MAKING	SYSTEM-OF-RECORD FOR WATER MANAGEMENT
<i>Plan, Design, Model and Manage across the Entire Water Ecosystem</i>	<i>Purpose-Built System Designed to Predict and Optimize Water Processes</i>	<i>Mission Critical Applications with Regulatory Stamp of Approval</i>

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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

Water Utility



Sewer Utility



River / Flood Authority



Consulting Firm

AECOM

ARUP

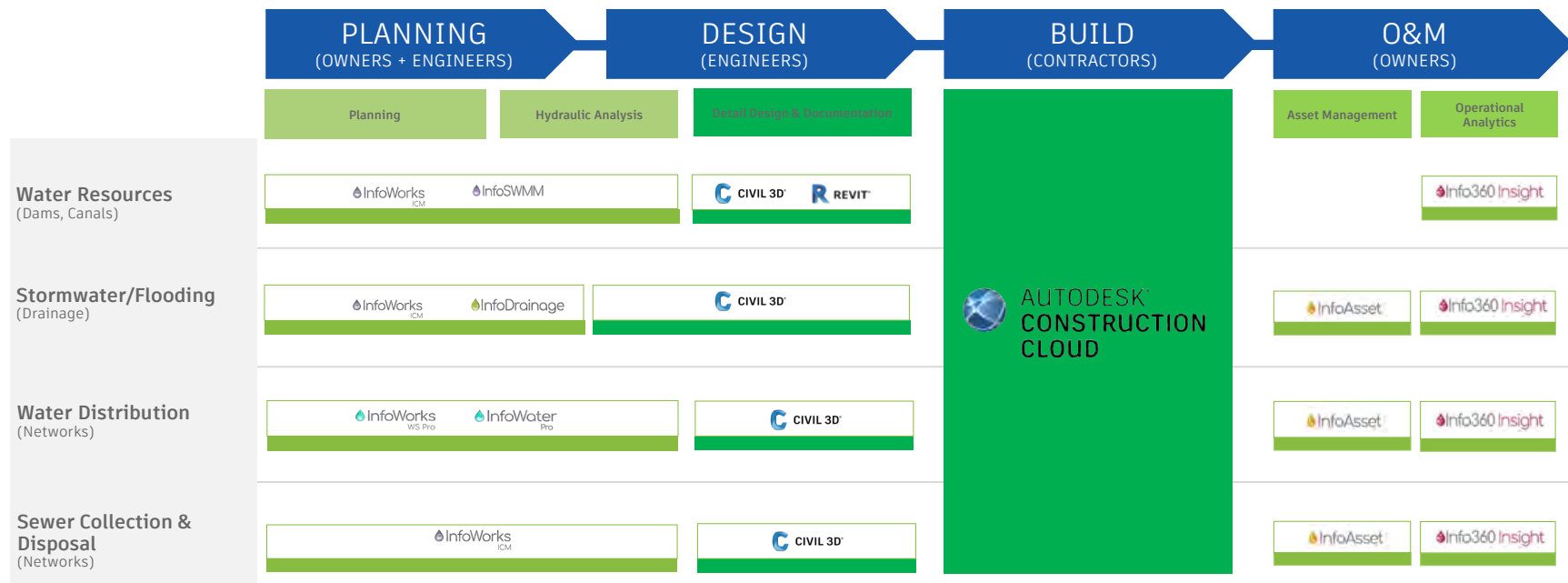
ATKINS

Jacobs

Plant / Manufacturing



Autodesk + Innovyze = End-To-End Water Infrastructure Portfolio



Transaction Overview

Structure

Purchase price of \$1 Billion net of cash for 100% of Innovyze's outstanding shares subject to working capital and tax closing adjustments

Financing

To be financed with cash on hand

Organizational Structure

Innovyze will join the Autodesk team reporting to Amy Bunszel, Executive Vice President, AEC Design Solutions, Autodesk

Expected Closing

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

