autodesk^{*}

Fiscal Year 2005		QTR 1		QTR 2		QTR 3		QTR 4		YTD2005
Fiscal Tear 2005 Financial Statistics (in millions):		QIRT		QTR 2		QIK 3		QIR 4		102005
Total net revenues	\$	297.9	\$	279.6	\$	300.2	\$	356.2	\$	1,233.8
License and other revenues	\$	260.5	\$	238.5	\$	254.5	\$	303.7	\$	1,057.1
Maintenance revenues	\$	37.4	\$	41.1	\$	45.7	\$	52.5	\$	176.7
Gross Margin		86%		86%		86%		88%		86%
GAAP Operating Expenses	\$	202.5	\$	190.0	\$	202.9	\$	234.0	\$	829.5
GAAP Operating Margin		18%		18%		18%		22%		19%
GAAP Net Income	\$	42.5	\$	39.2	\$	74.1	\$	65.8	\$	221.5
GAAP Net Income Per Share (diluted) (6)	\$	0.18	\$	0.16	\$	0.30	\$	0.26	\$	0.90
Pro Forma Operating Expenses (1) (2)	\$	194.2	\$	186.3	\$	200.0	\$	222.2	\$	802.7
Pro Forma Operating Margin (1) (3)		21%		19%		19%		25%		21%
Pro Forma Net Income (1) (4)	\$	51.3	\$	44.2	\$	47.7	\$	75.2	\$	218.4
Pro Forma Net Income Per Share (diluted) (1) (5) (6)	\$	0.22	\$	0.18	\$	0.19	\$	0.30	\$	0.88
Total Cash and Marketable Securities	\$	519.4	\$	571.7	\$	518.0	\$	532.7	\$	532.7
Days Sales Outstanding	φ	43		571.7	φ	518.0	φ	532.7	φ	532.7
Capital Expenditures	\$	5.9	\$	9.9	\$	13.5	\$	11.5	\$	40.8
Cash from Operations	\$	55.2	\$	83.5	\$	90.8	\$	143.7	\$	373.1
GAAP Depreciation and Amortization	\$	12.5	\$	12.9	\$	13.2	\$	13.4	\$	52.0
			Ť		Ť		Ť		•	
Revenue by Geography (in millions):	¢	101 5	¢	44E 4	¢	407.0	\$	407.0	¢	510.9
Americas	\$	121.5	\$	115.1	\$	137.0		137.3	\$	
Europe	\$	108.8	\$	98.9	\$	95.8	\$	140.2	\$	443.7
Asia/Pacific	\$	67.6	\$	65.6	\$	67.4	\$	78.7	\$	279.2
Revenue by Division (in millions):										
Design Solutions Segment	\$	261.6	\$	243.8	\$	257.9	\$	314.0	\$	1,077.3
Manufacturing Solutions Division	\$	44.8	\$	44.2	\$	50.4	\$	60.1	\$	199.5
Infrastructure Solutions Division	\$	33.5	\$	31.4	\$	33.0	\$	40.3	\$	138.3
Building Solutions Group	\$	27.2	\$	28.8	\$	29.1	\$	39.3	\$	124.3
Platform Technology Group and other	\$	156.1	\$	139.4	\$	145.4	\$	174.3	\$	615.2
	Ψ	100.1	Ψ	100.4	Ψ	140.4	Ψ	114.0	Ψ	010.2
Discreet Segment	\$	36.1	\$	35.3	\$	41.6	\$	41.0	\$	154.1
Upgrade Revenue (in millions):										
Upgrade Revenue	\$	66.2	\$	46.4	\$	55.8	\$	92.9	\$	261.3
Deferred Maintenance Revenue (in millions):										
Deferred Maintenance Revenue Balance	\$	96.7	\$	107.1	\$	113.0	\$	140.8	\$	140.8
Operating lacement (in millions).										
Operating Income (Loss) by Segment (in millions): Design Solutions	\$	124.2	\$	106.5	\$	115.8	\$	148.6	\$	495.2
Discreet	\$	1.8	\$	5.2	\$	5.4	\$	9.0	\$	21.4
Unallocated amounts	\$	(72.5)		(62.3)		(67.4)		(79.5)		(281.7)
Handa and					_		_		_	
Headcount: Headcount		3,409		3,443		3,437		3,477		3,477
		-,		- , -		-, -		- /		- /
Common Stock Statistics (6):										
Stock Outstanding		000 505 000		050 007 000		040.045.000		050 074 000		040 077 000
Pro Forma EPS Calculation - diluted Stock Repurchased		238,565,000 10,365,200		250,607,000 3,319,600		248,045,000 8,032,200		252,674,000 4,199,800		246,977,000 25,916,800
Installed Base Statistics: AutoCAD										
Total AutoCAD-based Installed Base*		3,469,400		3,514,600		3,571,800		3,618,000		3,618,000
Stand-alone AutoCAD										2,490,000
AutoCAD Mechanical										149,400
AutoCAD Map										203,700
Architectural Desktop										383,900
Land Desktop										109,900
* Includes prior period adjustment of approximately 28,000 seats										
AutoCAD LT Installed Base										2,677,900
										, ,
Total Inventor Installed Base		306,600		349,500		388,800		422,900		422,900

(1) To supplement our consolidated financial statements presented on a GAAP basis, Autodesk uses pro forma measures of operating results, net income and net income per share, which are adjusted to exclude certain costs, expenses, gains and losses we believe appropriate to enhance an overall understanding of our past financial performance and also our prospects for the future. These adjustments to our GAAP results are made with the intent of providing both management and investors a more complete understanding of Autodesk's underlying operational results and trends and our marketplace performance. For example, the pro forma results are an indication of our baseline performance before gains, losses or other charges that are considered by management to be outside of our core operating results.

In addition, these adjusted pro forma results are among the primary indicators management uses as a basis for our planning and forecasting of future periods. The presentation of this additional information is not meant to be considered in isolation or as a substitute for net income or diluted net income per share prepared in accordance with generally accepted accounting principles in the United States.

(2) GAAP Operating Expenses Restructuring	\$ \$	202.5 (8.3)	\$ (-)	\$ 202.9 (2.9)	234.0 (11.8)	829.5 (26.7)
Pro Forma Operating Expenses	\$	194.2	\$ 186.3	\$ 200.0	\$ 222.2	\$ 802.7
(3) GAAP Operating Margin		18%	18%	18%	22%	19%
Restructuring		3%	1%	1%	3%	2%
Pro Forma Operating Margin		21%	19%	19%	25%	21%
(4) GAAP Net Income	\$	42.505	\$ 39.165	\$ 74.070	\$ 65.768	\$ 221.508
Restructuring	\$	8.250	\$ 3.717	\$ 2.922	\$ 11.811	\$ 26.700
Income tax effect on restructuring (7)	\$	(1.650)	\$ (0.744)	\$ (0.584)	\$ (2.363)	\$ (5.341)
Dividends Received Deduction benefit for current fiscal year (7)	\$	2.244	\$ 2.054	\$ (4.298)	\$ -	\$ -
Dividends Received Deduction benefit for prior fiscal years (7)	\$	-	\$ -	\$ (15.540)	-	\$ (15.540)
Non-recurring tax benefit	\$	-	\$ -	\$ (8.905)	-	\$ (8.905)
Pro Forma Net Income	\$	51.349	\$ 44.192	\$ 47.665	\$ 75.216	\$ 218.422
(5) GAAP Net Income Per Share (diluted) (6)	\$	0.178	\$ 0.156	\$ 0.299	\$ 0.260	\$ 0.897
Restructuring	\$	0.035	\$ 0.015	\$ 0.012	\$ 0.047	\$ 0.108
Income tax effect on restructuring (7)	\$	(0.007)	\$ (0.003)	\$ (0.002)	\$ (0.009)	\$ (0.022)
Dividends Received Deduction benefit for current fiscal year (7)	\$	0.009	\$ 0.008	\$ (0.017)	-	\$ -
Dividends Received Deduction benefit for prior fiscal years (7)	\$	-	\$ -	\$ (0.064)	-	\$ (0.063)
Non-recurring tax benefit	\$	-	\$ -	\$ (0.036)	-	\$ (0.036)
Pro Forma Net Income Per Share (diluted) (6)	\$	0.215	\$ 0.176	\$ 0.192	\$ 0.298	\$ 0.884

(6) On November 16, 2004 the Board of Directors authorized a two-for-one stock split in the form of a stock dividend to stockholders of record as of December 6, 2004. Historical common stock statistics and per share amounts have been restated to reflect the effect of the stock split.

(7) In the third quarter of fiscal 2005, Autodesk determined that its consolidated fiscal year effective income tax rate declined from 24% to 20%. For purposes of comparison, we have assumed the new estimated effective income tax rate of 20% in calculating our pro forma net income and pro forma earnings per share for each individual quarter of fiscal 2005.

Fiscal Year 2004		QTR 1		QTR 2		QTR 3		QTR 4		YTD2004
Financial Statistics (in millions):										
Total net revenues	\$	210.8	\$	211.7	\$	233.9	\$	295.3	\$	951.6
License and other revenues	\$	186.9	\$	183.4	\$	204.3	\$	262.1	\$	836.7
Maintenance revenues	\$	23.9	\$	28.3	\$	29.6	\$	33.2		114.9
Gross Margin		82%		83%		84%		87%		84%
-										
GAAP Operating Expenses	\$	165.9	\$	161.7	\$	169.3	\$	200.3	\$	697.3
GAAP Operating Margin		3%		7%		12%		20%		11%
GAAP Net Income	\$	7.5	\$	32.6	\$	22.6	\$	57.6		120.3
GAAP Net Income Per Share (diluted) (6)	\$	0.03	\$	0.14	\$	0.10	\$	0.24	\$	0.52
Pro Forma Operating Expenses (1) (2)	\$	165.9	\$	161.7	\$	169.3	\$	197.1	\$	694.1
Pro Forma Operating Margin (1) (3)		3%		7%		12%		21%		11%
Pro Forma Net Income (1) (4)	\$	7.5	\$	12.9	\$	22.6	\$	53.0	\$	96.0
Pro Forma Net Income Per Share (diluted) (1) (5) (6)	\$	0.03	\$	0.06	\$	0.10	\$	0.22	\$	0.42
Total Cash and Marketable Securities	\$	401.8	\$	411.9	\$	453.2	\$	529.5	\$	529.5
Days Sales Outstanding		58		59		51		51		51
Capital Expenditures	\$	4.1	\$	9.8	\$	4.9	\$	7.1	\$	25.9
Cash from Operations	\$	17.4	\$	30.2	\$	53.4	\$	119.1	\$	220.1
GAAP Depreciation and Amortization	\$	12.3	\$	11.8	\$	11.8	\$	14.4	\$	50.3
Revenue by Geography (in millions):	¢	00.4	¢	04.0	¢	404.0	¢	407.0	¢	400.0
Americas	\$ \$	92.1	\$	84.8	\$ ¢	104.9	\$	127.8	\$	409.6
		68.1	\$	79.1	\$	77.6	\$	112.4	\$	337.2
Asia/Pacific	\$	50.6	\$	47.8	\$	51.3	\$	55.1	\$	204.8
Revenue by Division (in millions):										
Design Solutions Segment	\$	174.2	\$	182.4	\$	201.8	\$	259.7	\$	818.1
Manufacturing Solutions Division	\$	30.1	\$	29.1	\$	33.3	\$	47.0	\$	139.5
Infrastructure Solutions Division	\$	22.7	\$	25.3	\$	28.6	\$	38.2		114.8
Building Solutions Group	\$	15.9	\$	16.3	\$	20.8	\$	27.3	\$	80.3
Platform Technology Group and other	\$	105.5	\$	111.7	\$	119.1	\$	147.2	\$	483.5
Discreet Segment	\$	36.6	\$	29.1	\$	31.8	\$	35.6	\$	133.1
Upgrade revenue (in millions):										
Upgrade revenue	\$	30.6	\$	46.0	\$	57.6	\$	99.8	\$	234.0
Deferred Maintenance Revenue (in millions):										
Deferred Maintenance Revenue Balance	\$	60.5	\$	65.5	\$	66.5	\$	83.5	\$	83.5
Operating Income (Loss) by Segment (in millions):										
Design Solutions	\$	62.3	\$	69.7	\$	87.6	\$	129.3	\$	348.9
Discreet	\$	0.7	\$	(2.4)		(2.6)		4.3	\$	-
Unallocated amounts	\$	(56.4)		(53.3)		(57.0)		(75.9)		(242.6)
Headcount:										
Headcount		3,551		3,564		3,537		3,493		3,493
Common Stock Statistics (6):										
Stock Outstanding										
Pro Forma EPS Calculation - diluted		226,892,000		226,919,000		228,333,000		239,674,000		231,304,000
Stock Repurchased		4,002,000		2,000,200		3,998,600		8,122,000		18,122,800
Installed Base Statistics:										
AutoCAD										
Total AutoCAD-based Installed Base*		3,299,900		3,333,200		3,381,800		3,423,300		3,423,300
Stand-alone AutoCAD										2,368,000
AutoCAD Mechanical										139,000
AutoCAD Map										190,100
Architectural Desktop										336,300
Land Desktop										109,900
*Includes prior period adjustment of approximately 28,000 seats										
AutoCAD LT Installed Base										2,430,400
Total Inventor Installed Base		215,329		243,901		261,006		284,755		284,755

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(2) GAAP Operating Expenses Restructuring Pro Forma Operating Expenses	\$ \$	165.9 - 165.9	\$ \$ \$	161.7 - 161.7	\$ \$	169.3 - 169.3	\$ \$ \$	200.3 (3.2) 197.1	\$ \$	697.3 (3.2) 694.1
(3) GAAP Operating Margin		3%		7%		12%		20%		11%
Restructuring		0%		0%		0%		1%		0%
Pro Forma Operating Margin		3%		7%		12%		21%		11%
(4) GAAP Net Income	\$	7.5	\$	32.6	\$	22.6	\$	57.6	\$	120.3
Restructuring	\$	-	\$	-	\$	-	\$	3.2	\$	3.2
Non-recurring tax benefit	\$	-	\$	(19.7)	\$	-	\$	(7.0)	\$	(26.7)
Income tax effect	\$	-	\$	-	\$	-	\$	(0.8)	\$	(0.8)
Pro Forma Net Income	\$	7.5	\$	12.9	\$	22.6	\$	53.0	\$	96.0
(5) GAAP Net Income Per Share (diluted) (6)	\$	0.03	\$	0.14	\$	0.10	\$	0.24	\$	0.52
Restructuring	\$	-	\$	-	\$	-	\$	0.01	\$	0.02
Non-recurring tax benefit	\$	-	\$	(0.08)	\$	-	\$	(0.03)	\$	(0.12)
Income tax effect	\$	-	\$	-	\$	-	\$	-	\$	-
Pro Forma Net Income Per Share (diluted) (6)	\$	0.03	\$	0.06	\$	0.10	\$	0.22	\$	0.42

(6) On November 16, 2004 the Board of Directors authorized a two-for-one stock split in the form of a stock dividend to stockholders of record as of December 6, 2004. Historical common stock statistics and per share amounts have been restated to reflect the effect of the stock split.

Fiscal Year 2003		QTR 1		QTR 2		QTR 3		QTR 4		YTD2003
Financial Statistics (in millions):										
Total net revenues	\$	229.3	\$	211.4	\$	188.7	\$	195.5	\$	824.9
License and other revenues	\$	213.7	\$	193.3	\$	168.3	\$	173.7	\$	749.0
Maintenance revenues	\$	15.6	\$	18.1	\$	20.4	\$	21.8	\$	75.9
Wallenance revenues	φ	15.0	φ	10.1	φ	20.4	φ	21.0	φ	15.5
Gross Margin		82%		83%		82%		82%		82%
GAAP Operating Expenses	\$	165.9	\$	165.4	\$	163.4	\$	159.5	\$	654.2
GAAP Operating Margin		9%		5%		-4%		1%		3%
GAAP Net Income (Loss)	\$	17.6	\$	11.8	\$	(3.9)	\$	6.4	\$	31.9
GAAP Net Income Per Share (diluted) (6)	\$	0.07	\$	0.05	\$	(0.02)	\$	0.03	\$	0.14
Pro Forma Operating Expenses (1) (2)	\$	164.4	\$	161.7	\$	150.1	\$	152.1	\$	628.3
Pro Forma Operating Margin (1) (3)		10%		7%		3%		4%		6%
Pro Forma Net Income (1) (4)	\$	18.7	\$	14.4	\$	5.8	\$	8.0	\$	46.9
Pro Forma Net Income Per Share (diluted) (1) (5) (6)	\$	0.08	\$	0.06	\$	0.03	\$	0.03	\$	0.20
Total Cash and Marketable Securities	\$	423.0	\$	406.7	\$	395.2	\$	411.0	\$	411.0
Days Sales Outstanding		50		56		62		62		62
Capital Expenditures	\$	9.9	\$	12.7	\$	6.4	\$	7.3	\$	36.3
Cash from Operations	\$	15.2	\$	22.0	\$	5.9	\$	43.1	\$	86.2
GAAP Depreciation and Amortization	\$	12.6	\$	12.1	\$	12.0	\$	12.1	\$	48.8
Revenue by Geography (in millions):										
Americas	\$	106.8	\$	92.7	\$	87.4	\$	87.3	\$	374.2
Europe	\$	71.8	\$	66.2	\$	58.2	\$	67.2	\$	263.4
Asia/Pacific	\$	50.7		52.5	\$	43.1	\$	41.0		187.3
	Ψ	50.7	Ψ	52.5	Ψ	40.1	Ψ	41.0	Ψ	107.5
Revenue by Division (in millions):	¢	405.7	¢	400.2	¢	450.0	¢	407.7	¢	702 5
Design Solutions Segment	\$	195.7	\$	180.3	\$	159.8	\$	167.7	\$	703.5
Manufacturing Solutions Division	\$	33.7	\$	33.3	\$	24.6	\$	27.2	\$	118.8
Infrastructure Solutions Division	\$	26.2	\$	25.1	\$	23.7	\$	26.4	\$	101.4
Building Solutions Group	\$	21.8	\$	16.2	\$	16.9	\$	18.6	\$	73.5
Platform Technology Group and other	\$	114.0	\$	105.7	\$	94.6	\$	95.5	\$	409.8
Discreet Segment	\$	32.7	\$	30.2	\$	28.7	\$	27.8	\$	119.4
Upgrade revenue (in millions):										
Upgrade revenue	\$	38.9	\$	26.5	\$	21.3	\$	38.1	\$	124.8
Deferred Maintenance Revenue (in millions):										
Deferred Maintenance Revenue Balance	\$	36.1	\$	43.8	\$	44.7	\$	56.7	\$	56.7
Operating Income (Loss) by Segment:										
Design Solutions	\$	88.5	\$	73.8	\$	55.8	\$	50.0	\$	268.1
Discreet	\$	(6.6)		(3.6)		(3.4)		(7.9)		(21.5)
Unallocated amounts	\$	(60.7)		(59.9)		(60.2)		(40.9)		
Unanocated amounts	φ	(00.7)	φ	(59.9)	φ	(00.2)	φ	(40.9)	φ	(221.7)
Headcount:		0 700		0.745		0.000		0.400		0.400
Headcount		3,706		3,715		3,622		3,498		3,498
Common Stock Statistics (6):										
Stock Outstanding										
Pro Forma EPS Calculation - diluted		236,804,000		228,549,000		227,116,000		228,323,000		229,550,000
Stock Repurchased		892,000		4,006,000		1,282,000		2,600,000		8,780,000
Installed Base Statistics:										
AutoCAD										
Total AutoCAD-based Installed Base*		3,117,400		3,155,000		3,201,100		3,251,400		3,251,400
Stand-alone AutoCAD										2,291,300
AutoCAD Mechanical										125,000
AutoCAD Map										175,000
Architectural Desktop										289,400
Land Desktop										92,200
*Includes prior period adjustment of approximately 28,000 seats										52,200
AutoCAD LT Installed Base										2,221,200
										2,221,200

(1) To supplement our consolidated financial statements presented on a GAAP basis, Autodesk uses pro forma measures of operating results, net income and net income per share, which are adjusted to exclude certain costs, expenses, gains and losses we believe appropriate to enhance an overall understanding of our past financial performance and also our prospects for the future. These adjustments to our GAAP results are made with the intent of providing both management and investors a more complete understanding of Autodesk's underlying operational results and trends and our marketplace performance. For example, the pro forma results are an indication of our baseline performance before gains, losses or other charges that are considered by management to be outside of our core operating results.

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(2) GAAP Operating Expenses Restructuring Pro Forma Operating Expenses	\$ \$ \$	165.9 (1.5) 164.4	\$ \$	165.4 (3.7) 161.7	*	163.4 (13.3) 150.1	*	159.5 (7.4) 152.1	*	654.2 (25.9) 628.3
(3) GAAP Operating Margin		9%		5%		-4%		1%		3%
Restructuring Pro Forma Operating Margin		<u>1%</u> 10%		<u>2%</u> 7%		7% 3%		3% 4%		<u>3%</u> 6%
(4) GAAP Net Income	\$	17.6	\$	11.8	\$	(3.9)	\$	6.4	\$	31.9
Restructuring Non-recurring tax benefit	\$ \$	1.5 -	\$ \$	3.7	\$ \$	13.3 -	\$ \$	7.4 (3.8)	\$ \$	25.9 (3.8)
Income tax effect	\$	(0.4)		(1.1)		(3.6)		(2.0)	\$	(7.1)
Pro Forma Net Income	\$	18.7	\$	14.4	\$	5.8	\$	8.0	\$	46.9
(5) GAAP Net Income Per Share (diluted) (6)	\$	0.07	\$	0.05	\$	(0.02)	\$	0.03	\$	0.14
Restructuring	\$	0.01	\$	0.01	\$	0.06	\$	0.03	\$	0.11
Non-recurring tax benefit Income tax effect	\$ \$	-	\$ \$	-	\$ \$	- (0.01)	\$ \$	(0.02) (0.01)		(0.02) (0.03)
Pro Forma Net Income Per Share (diluted) (6)	\$	0.08	\$	0.06	\$	0.03	\$	0.03	\$	0.20

(6) On November 16, 2004 the Board of Directors authorized a two-for-one stock split in the form of a stock dividend to stockholders of record as of December 6, 2004. Historical common stock statistics and per share amounts have been restated to reflect the effect of the stock split.