

# Autodesk, Inc.

## Pro Forma Consolidated Statements of Income

(See pro forma adjustments listed in the table below)

(In thousands, except per share data)

	Three Months Ended	
	April 30,	
	2002	2001
	(Unaudited)	
Net revenues	\$ 229,327	\$ 245,740
Costs and expenses:		
Cost of revenues	40,692	36,725
Marketing and sales	87,336	87,005
Research and development	45,207	46,159
General and administrative	33,159	33,943
	<u>206,394</u>	<u>203,832</u>
Income from operations	22,933	41,908
Interest and other income, net	<u>2,978</u>	<u>4,986</u>
Income before income taxes	25,911	46,894
Provision for income taxes	(6,996)	(14,116)
Equity in net loss of affiliate	<u>-</u>	<u>(1,211)</u>
Pro forma net income	<u>\$ 18,915</u>	<u>\$ 31,567</u>
Basic pro forma net income per share	<u>\$ 0.17</u>	<u>\$ 0.29</u>
Diluted pro forma net income per share	<u>\$ 0.16</u>	<u>\$ 0.28</u>
Shares used in computing basic pro forma net income per share	<u>113,258</u>	<u>108,066</u>
Shares used in computing diluted pro forma net income per share	<u>118,402</u>	<u>111,373</u>
The above pro forma amounts have been adjusted to exclude the following items:		
Amortization of goodwill and purchased intangibles	\$ 203	\$ 5,307
Restructuring and other	1,542	-
Income tax effect	<u>(471)</u>	<u>(1,640)</u>
Net difference between actual and pro forma net income	<u>\$ 1,274</u>	<u>\$ 3,667</u>