

Autodesk, Inc.
Pro Forma Consolidated Statements of Operations

(In thousands, except per share data)

	Three Months Ended		Six Months Ended	
	July 31,		July 31,	
	2001	2000	2001	2000
	(Unaudited)		(Unaudited)	
Net revenues	\$ 231,360	\$ 232,841	\$ 477,100	\$ 464,100
Costs and expenses:				
Cost of revenues	35,193	39,209	71,918	75,935
Marketing and sales	86,552	76,965	173,557	154,467
Research and development	43,583	42,272	89,742	82,527
General and administrative	31,696	33,123	65,639	64,928
Total costs & expenses, excluding amortization of goodwill and purchased intangibles and nonrecurring charges and credits	197,024	191,569	400,856	377,857
Income from operations	34,336	41,272	76,244	86,243
Interest and other income, net	8,002	4,301	12,988	7,274
Income before income taxes	42,338	45,573	89,232	93,517
Provision for income taxes	(12,702)	(14,931)	(26,818)	(30,469)
Equity in net loss of affiliate	-	(5,314)	(1,211)	(7,559)
Net income	\$ 29,636	\$ 25,328	\$ 61,203	\$ 55,489
Basic net income per share	\$ 0.55	\$ 0.44	\$ 1.14	\$ 0.95
Diluted net income per share	\$ 0.53	\$ 0.43	\$ 1.10	\$ 0.92
Shares used in computing basic net income per share	54,012	57,752	53,885	58,397
Shares used in computing diluted net income per share	55,710	59,073	55,558	60,579