

Autodesk, Inc.
Pro Forma Consolidated Statements of Operations

(In thousands, except per share data)

	Three Months Ended		Nine Months Ended	
	October 31,		October 31,	
	2001	2000	2001	2000
	(Unaudited)		(Unaudited)	
Net revenues	\$ 216,357	\$ 229,177	\$ 693,457	\$ 693,277
Costs and expenses:				
Cost of revenues	37,799	37,956	109,717	113,891
Marketing and sales	81,109	81,234	254,666	235,701
Research and development	39,637	42,658	129,379	125,185
General and administrative	32,492	32,387	98,131	97,315
Total costs & expenses, excluding amortization of goodwill and purchased intangibles and nonrecurring charges and credits	191,037	194,235	591,893	572,092
Income from operations	25,320	34,942	101,564	121,185
Interest and other income, net	4,325	6,372	17,313	13,646
Income before income taxes, excluding gain on disposal of affiliate	29,645	41,314	118,877	134,831
Provision for income taxes	(8,894)	(13,561)	(35,712)	(44,030)
Equity in net loss of affiliate	-	(5,896)	(1,211)	(13,455)
Net income	\$ 20,751	\$ 21,857	\$ 81,954	\$ 77,346
Basic net income per share	\$ 0.38	\$ 0.39	\$ 1.52	\$ 1.34
Diluted net income per share	\$ 0.37	\$ 0.38	\$ 1.47	\$ 1.30
Shares used in computing basic net income per share	54,370	56,681	54,093	57,825
Shares used in computing diluted net income per share	56,010	57,073	55,751	59,319