

Press Release

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AUTODESK REPORTS THIRD QUARTER RESULTS

SAN RAFAEL, Calif., November 21, 2002—Autodesk, Inc. (Nasdaq: ADSK), the world's leading design software and digital content company, today announced financial results for its third quarter ended October 31, 2002. For the third quarter of fiscal year 2003, Autodesk reported net revenues of \$188.7 million, compared to \$216.4 million in the third quarter of fiscal year 2002.

On a pro forma basis, as defined below, third quarter net income was \$5.8 million or \$0.05 per diluted share compared to \$20.8 million or \$0.19 per diluted share for the same quarter a year ago.

"This is perhaps the toughest technology buying environment we've seen, yet we are still making money and generating cash, we have no debt, and we are financially very healthy," said Carol Bartz, Autodesk chairman and CEO. "Customers are turning to Autodesk for cost savings and productivity improvements. In challenging times like these, customers look to a few key strategic technology partners for a quick ROI and Autodesk is clearly one of those partners."

Third quarter net loss was \$3.9 million or \$0.03 per diluted share compared to net income for the same quarter a year ago of \$21.5 million or \$0.19 per diluted share.

Third Quarter Highlights

- In manufacturing, our 3D business was up 3% over last year. Customers are looking for the productivity improvements associated with 3D solutions. We shipped more than 6,100 commercial 3D seats during the quarter — well ahead of any other 3D modeling solution on the market.
- Strong new product releases continue to perform well even in the midst of an economic slowdown. Two notable examples of this are Autodesk Map 5 that grew more than 7% over last year, and 3ds max 5 that grew by more than 36%.
- Subscriptions had a stellar quarter with Americas growing 5% from last quarter and Europe doubling its subscription revenue. Subscription momentum is building with more customer sign-ups, and growth in order sizes and multiple-product contracts.
- Autodesk Streamline, a key part of our product lifecycle management strategy that enhances communication of design intent for 2D as well as 3D environments, doubled its reference accounts versus last quarter to a total of 15 accounts that have yielded demonstrable real benefits in productivity, cost savings and quick ROI.
- Buzzsaw, an integral part of our building lifecycle management solution that increases process efficiency through better use of digital design information, saw 6% sequential growth in its user base, with more than 65,000 users.

Business Outlook

The following statements are based on current expectations. These statements are forward-looking and actual results may differ materially.

Net revenues and pro forma earnings per share for the fourth quarter of fiscal year 2003 are expected to be approximately equal to the third quarter ended October 31, 2002. Pro forma earnings per share exclude restructuring and other charges as well as amortization of purchased intangibles.

These revenue expectations are subject to a number of risks, including the possibility of further slowing in the worldwide economies, or in the manufacturing and entertainment sectors, failure to achieve continuing customer

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acceptance of new AutoCAD releases, failure to grow new or emerging businesses, competitive pressure, and fluctuations in foreign currency.

Pro forma earnings per diluted share may vary from expectations due to inability to maintain or grow overall revenue, inability to further reduce operating costs, inability to successfully integrate new or acquired businesses like Revit and CAiCE, and fluctuations in interest rates and share count.

The statements above contained in the business outlook are forward-looking statements that involve risks and uncertainties. In addition to factors discussed above, other factors that could cause actual results to differ materially include the following: general market and business conditions, pricing pressure, failure to achieve continued success in technology advancements, delays in release of new products and services, failure to successfully integrate new or acquired businesses, changes in customer ordering patterns, financial and business condition of our reseller and distribution channels, failure to grow lifecycle management or collaboration. Further information on potential factors that could affect the financial results of Autodesk are included in the company's report on Form 10-K, for the year ended January 31, 2002, and Form 10-Q for the quarter ended July 31, 2002 which are on file with the Securities and Exchange Commission.

Autodesk will host a toll free conference call at 800-857-9746 (password: Autodesk) and an audio webcast on the third quarter results beginning at 5:00 p.m. Eastern Time at www.Autodesk.com/investor. An audio webcast replay will be available until December 1, 2002.

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A summary of Autodesk's financial results is as follows:

Three months ended October 31	2002	2001
Net revenues	\$188,701,000	\$216,357,000
Net (loss) income (1)(2)	\$(3,910,000)	\$21,471,000
Pro forma net income (3)	\$5,808,000	\$20,751,000
Diluted net (loss) income per share (1)(2)	\$(0.03)	\$0.19
Pro forma diluted net income per share (3)	\$0.05	\$0.19

- (1) Net loss for the quarter ended October 31, 2002 includes restructuring and other charges of \$13.3 million or \$0.12 per diluted share. Net income for the quarter ended October 31, 2001, includes restructuring and other charges of \$7.3 million or \$0.07 per diluted share and a one-time gain on disposal of affiliate of \$9.5 million or \$0.08 per diluted share.
- (2) On February 1, 2002, Autodesk adopted new accounting rules which resulted in the discontinuation of goodwill amortization. Net income for the quarter ended October 31, 2001 includes \$5.0 million or \$0.04 per diluted share of goodwill amortization.
- (3) Pro forma results for the quarter ended October 31, 2002 exclude restructuring and other charges and amortization of purchased intangibles totaling \$13.3 million or \$0.12 per diluted share. Pro forma results for the quarter ended October 31, 2001, exclude amortization of goodwill and purchased intangibles of \$5.2 million or \$0.05 per diluted share, restructuring and other charges of \$7.3 million or \$0.07 per diluted share and a one-time gain on disposal of affiliate of \$9.5 million or \$0.08 per diluted share.

Nine months ended October 31	2002	2001
Net revenues	\$629,429,000	\$693,457,000
Net income (4)(5)	\$25,491,000	\$68,544,000
Pro forma net income (6)	\$39,241,000	\$81,954,000
Diluted net income per share (4)(5)	\$0.22	\$0.61
Pro forma diluted net income per share (6)	\$0.34	\$0.74

- (4) Net income for the nine months ended October 31, 2002 includes \$18.6 million of restructuring and other charges or \$0.16 per diluted share. Net income for the nine months ended October 31, 2001, includes restructuring and other charges of \$17.1 million or \$0.15 per diluted share and a one-time gain on disposal of affiliate of \$9.5 million or \$0.08 per diluted share.
- (5) On February 1, 2002, Autodesk adopted new accounting rules which resulted in the discontinuation of goodwill amortization. Net income for the nine months ended October 31, 2001 includes \$14.9 million or \$0.13 per diluted share of goodwill amortization.
- (6) Pro forma results for the nine months ended October 31, 2002 excludes restructuring and other charges and amortization of purchased intangibles totaling \$18.8 million or \$0.16 per diluted share. Pro forma results for the nine months ended October 31, 2001, exclude amortization of goodwill and purchased intangibles of \$15.7 million or \$0.14 per diluted share, restructuring and other charges of \$17.1 million or \$0.15 per diluted share and a one-time gain on disposal of affiliate of \$9.5 million or \$0.08 per diluted share.

About Autodesk

Autodesk is the world's leading design software and digital content company. Founded in 1982, Autodesk provides design software, Internet portal services, wireless development platforms, and point-of-location applications that empower more than four million customers in over 150 countries to drive business and remain competitive. For more information, contact any Authorized Autodesk Reseller, call Autodesk at 800-964-6432, or visit www.autodesk.com. Discreet™ product information is available at 800-869-3504 or via the Web at www.discreet.com.

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