

Press Release

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AUTODESK REPORTS THIRD QUARTER EARNINGS **Company Exceeds Earnings Expectations**

SAN RAFAEL, Calif., November 15, 2001—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, 2001. Autodesk reported net revenues of \$216.4 million for the third quarter of fiscal year 2002 compared to \$229.2 million for the third quarter of fiscal year 2001.

On a pro forma basis, as defined below, third quarter net income was \$20.8 million or \$0.37 per diluted share compared to \$21.9 million or \$0.38 per diluted share for the same quarter a year ago.

Third quarter net income was \$21.5 million or \$0.38 per diluted share. This compares to net income for the same quarter a year ago of \$18.5 million or \$0.32 per diluted share.

"Operational efficiency, focused product strategy, and solid sales execution anchored our third quarter performance," said Carol Bartz, Autodesk chairman and chief executive officer. "We're in the middle of a very strong product cycle. Despite macroeconomic softness affecting our business, our product and sales teams continue to create opportunity. The milestones we hit in Q3 tell us that our strategies are aligned with customer needs."

Third Quarter Highlights

- In our manufacturing division, our flagship 3D modeling software application, Autodesk Inventor, had a record performance for the quarter. Quarterly revenue increased by more than 64% sequentially, more than double the revenues of last year. We added more than 5,300 commercial Autodesk Inventor users during the quarter.
- Across geographies, the company reported strong adoption of the AutoCAD 2002-based vertical design applications for building design, manufacturing design, civil engineering, and mapping.
- Strength in the company was enhanced by the acquisitions of Buzzsaw, an online project collaboration and print management applications company; the core development team of POINT Gruppen, who we have been working with the past two years to develop the building systems applications we started shipping this quarter; and Media 100's streaming and non-linear editing software business. These three acquisitions enhance our diverse portfolio of assets and ultimately add to the company's future growth strategy.

Business Outlook

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

Revenue outlook:

- For the fourth quarter of fiscal year 2002, the company expects net revenue to range between \$245 million and \$255 million. This brings the company's net revenue expectations for fiscal year 2002 to a range between \$938 and \$948 million.

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These revenue expectations could be adversely impacted by a number of factors, including further slowing in the worldwide economies especially in the United States and developing countries in Asia Pacific, failure to achieve customer acceptance of key new design and entertainment applications, failure to grow new collaborative services, inability of customers to obtain external financing, failure to achieve anticipated revenue results from newly acquired businesses, and foreign currency fluctuations.

Earnings per share outlook:

- Earnings per share on a pro forma basis, as defined below, is expected to range between \$0.51 and \$0.61 per diluted share for the fourth quarter of fiscal year 2002. This brings the company's pro forma earnings per share expectations for fiscal year 2002 to a range between \$1.98 and \$2.08.

Pro forma earnings per diluted share may vary due to our inability to control and further reduce operating costs, failure to achieve customer acceptance of key new design and entertainment applications, inability to successfully integrate new or acquired businesses, 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 and timely release of new products and services, changes in customer ordering patterns, failure to grow internet-related businesses and operational results. 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, 2001, and Form 10-Q for the quarter ended July 31, 2001, which are on file with the Securities and Exchange Commission.

Autodesk will host a toll free conference call at 800-633-8540 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, 2001.

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

Three months ended October 31	2001	2000
Net revenues	\$216,357,000	\$229,177,000
Net income (1)	\$21,471,000	\$18,511,000
Pro forma net income (2)	\$20,751,000	\$21,857,000
Diluted net income per share (1)	\$0.38	\$0.32
Pro forma diluted net income per share (2)	\$0.37	\$0.38

(1) Net income for the quarter ended October 31, 2001, includes nonrecurring charges of \$7.3 million or \$0.13 per diluted share and a one-time gain on disposal of affiliate of \$9.5 million or \$0.17 per diluted share.

(2) Pro forma results for the quarter ended October 31, 2001, exclude amortization of goodwill and purchased intangibles of \$5.2 million or \$0.09 per diluted share, nonrecurring charges of \$7.3 million or \$0.13 per diluted share, and a one-time gain on disposal of affiliate of \$9.5 million or \$0.17 per diluted share. Pro forma results for the quarter ended October 31, 2000, exclude amortization of goodwill and purchased intangibles of \$5.9 million or \$0.10 per diluted share and nonrecurring credits of \$0.4 million or \$0.01 per diluted share.

Nine months ended October 31	2001	2000
Net revenues	\$693,457,000	\$693,277,000
Net income (3)	\$68,544,000	\$64,870,000
Pro forma net income (4)	\$81,954,000	\$77,346,000
Diluted net income per share (3)	\$1.23	\$1.09
Pro forma diluted net income per share (4)	\$1.47	\$1.30

(3) Net income for the nine months ended October 31, 2001, includes nonrecurring charges of \$17.1 million or \$0.31 per diluted share and a one-time gain on disposal of affiliate of \$9.5 million or \$0.17 per diluted share.

(4) Pro forma results for the nine months ended October 31, 2001, exclude amortization of goodwill and purchased intangibles, nonrecurring charges and a one-time gain on disposal of affiliate that netted to \$23.3 million or \$0.42 per diluted share. Pro forma results for the nine months ended October 31, 2000, exclude amortization of goodwill and purchased intangibles and nonrecurring credits that netted to \$19.7 million or \$0.33 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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