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AUTODESK INC Form 8-K May 18, 2004

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 8-K

CURRENT REPORT Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

May 18, 2004 Date of Report (date of earliest event reported)

Autodesk, Inc. (Exact name of Registrant as specified in its charter)

000-14338 94-2819853 Delaware _____

(State or other jurisdiction of incorporation or organization)

(Commission (I.R.S. Employer File Number) Identification Number)

San Rafael, California 94903 ______ (Address of principal executive offices)

111 McInnis Parkway

(415) 507-5000

(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Item 7. Financial Statements and Exhibits

(c) Exhibits

Exhibit No. Description

Press Release, dated as of May 18, 2004, entitled "Autodesk First 99.1 Quarter Revenues Increase 41 Percent, EPS Increases 414 Percent".

Item 12. Results of Operations and Financial Condition

On May 18, 2004, Autodesk, Inc. issued a press release reporting its results for the three months ended April 30, 2004. The press release is attached as Exhibit 99.1.

This information shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or

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incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned, thereunto duly authorized.

AUTODESK, INC.

By: /s/ ALFRED J. CASTINO

Alfred J. Castino

Senior Vice President and Chief Financial Officer

Date: May 18, 2004

EXHIBIT INDEX

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|-------------|---|
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