

AUTODESK INC  
Form 8-K  
June 30, 2014

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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  
Date of Report (Date of earliest event reported)  
June 24, 2014  
Autodesk, Inc.  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation)

000-14338  
(Commission File Number)

94-2819853  
(IRS Employer  
Identification No.)

111 McInnis Parkway  
San Rafael, California 94903  
(Address of principal executive offices, including zip code)  
(415) 507-5000  
(Registrant's telephone number, including area code)

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Resignation of Mark Hawkins

On June 24, 2014, Mark J. Hawkins informed Autodesk, Inc. (the “Company”) of his intention to resign as executive vice president and chief financial officer to take a position outside the design software industry. Mr. Hawkins will remain with the Company through the end of July.

Item 7.01. Regulation FD Disclosure.

The Company issued a press release dated June 30, 2014 regarding the events described in Item 5.02. In the press release, the Company also updated its business outlook for the second quarter and full-year fiscal 2015. A copy of the press release is furnished as Exhibit 99.1 hereto.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No. Description

99.1 Press release, dated as of June 30, 2014

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 hereunto duly authorized.

AUTODESK, INC.

By: /s/ Pascal W. Di Fronzo \_  
Pascal W. Di Fronzo  
Senior Vice President, General Counsel and Secretary

Date: June 30, 2014

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EXHIBIT INDEX

Exhibit No. Description

99.1 Press release, dated as of June 30, 2014