

AUTODESK INC

Form 4

June 11, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Chin Moonhie

(Last) (First) (Middle)

111 MCINNIS PARKWAY

(Street)

SAN RAFAEL, CA 94903

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
AUTODESK INC [ADSK]

3. Date of Earliest Transaction
(Month/Day/Year)
06/07/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
Sr. VP, SP&O

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/07/2007		M	10,912 A \$ 11	24,891	D	
Common Stock	06/07/2007		M	14,996 A \$ 6.36	39,887	D	
Common Stock	06/07/2007		M	5,000 A \$ 7.365	44,887	D	
Common Stock	06/07/2007		M	7,640 A \$ 7.875	52,527	D	
Common Stock	06/07/2007		M	4 A \$ 6.36	52,531	D	

Edgar Filing: AUTODESK INC - Form 4

Common Stock	06/07/2007	M	2,360	A	\$ 7.875	54,891	D
Common Stock	06/07/2007	M	5,000	A	\$ 7.365	59,891	D
Common Stock	06/07/2007	M	10,000	A	\$ 8.1407	69,891	D
Common Stock	06/07/2007	M	9,088	A	\$ 11	78,979	D
Common Stock	06/07/2007	S	65,000	D	\$ 43.72	13,979	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Am or Nur of S
Non-Qualified Stock Option (Right to Buy)	\$ 11	06/07/2007		M	10,912	03/08/2005 03/08/2012	Common Stock 10
Non-Qualified Stock Option (Right to Buy)	\$ 6.36	06/07/2007		M	14,996	09/26/2005 09/26/2012	Common Stock 1,
Non-Qualified Stock Option (Right to Buy)	\$ 7.365	06/07/2007		M	5,000	03/13/2006 03/13/2013	Common Stock 5,
Non-Qualified Stock Option (Right to Buy)	\$ 7.875	06/07/2007		M	7,640	09/20/2005 09/20/2011	Common Stock 7,
Incentive Stock Option (Right to Buy)	\$ 6.36	06/07/2007		M	4	09/26/2006 09/26/2012	Common Stock

Incentive Stock Option (Right to Buy)	\$ 7.875	06/07/2007	M	2,360	09/20/2005	09/20/2011	Common Stock	2,
Incentive Stock Option (Right to Buy)	\$ 7.365	06/07/2007	M	5,000	03/13/2007	03/13/2013	Common Stock	5,
Incentive Stock Option (Right to Buy)	\$ 8.1407	06/07/2007	M	10,000	03/20/2005	03/20/2011	Common Stock	10,
Incentive Stock Option (Right to Buy)	\$ 11	06/07/2007	M	9,088	03/08/2006	03/08/2012	Common Stock	9,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chin Moonhie 111 MCINNIS PARKWAY SAN RAFAEL, CA 94903			Sr. VP, SP&O	

Signatures

Nancy R. Thiel, Attorney-in-fact for
Moonhie Chin

06/11/2007

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.