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AUTODESK INC Form 8-K November 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

Date of Report (Date of earliest event reported)

November 18, 2004

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

Delaware 000-14338 94-2819853

(State or other jurisdiction (Commission (IRS Employer of incorporation) File Number) 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 8.01. Other Events

On November 18, 2004, Autodesk, Inc. issued a press release announcing that its board of directors has declared a 2-for-1 stock split on its common stock in the form of a stock dividend to be paid on December 20, 2004 to stockholders of record as of the close of business on December 6, 2004.

In addition, Autodesk announced that it will discontinue its quarterly cash dividend effective after the dividend for the fourth quarter of fiscal 2005 in March 2005.

A copy of the press release announcing the stock split and the discontinuation of Autodesk's quarterly cash dividend is filed herewith as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits

(c) Exhibits.

Exhibit No. Description

99.1 Press Release, dated as of November 18, 2004, entitled

"Autodesk Announces 2-for-1 Stock Split; Plans to Discontinue

Cash Dividend."

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/ Alfred J. Castino

Alfred J. Castino Senior Vice President and Chief Financial Officer

Date: November 18, 2004

EXHIBIT INDEX

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