

AUTODESK INC  
Form 8-K  
September 05, 2006

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington, DC 20549**

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**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)

September 5, 2006

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**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)

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

## Edgar Filing: AUTODESK INC - Form 8-K

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**

As previously disclosed on August 17, 2006, the Audit Committee of the Board of Directors of Autodesk, Inc. (the Company) is conducting a review of the Company's stock option grant practices, with the assistance of independent outside legal counsel. As this review remains ongoing, the Company does not expect to be in a position to file its Form 10-Q for the second fiscal quarter by the September 11, 2006 deadline or the September 18, 2006 extended deadline. The Company contacted the Securities and Exchange Commission staff to inform them about the ongoing review and, as a result, received a request for information in connection with an informal inquiry. The Company is cooperating with the SEC in connection with the informal inquiry.

**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  
Vice President, General Counsel and Secretary

Date: September 5, 2006