

Government Affairs Policy

LE-2-GLOBAL

1. Purpose

Autodesk advocates for public policies that enable people to build and make more with less negative impact on the world. We engage with policy makers directly from our own point of view, but also join with associations and other partners when speaking collectively is more effective. While the policy environment is always evolving and differs among regions of the world, our core areas of advocacy remain focused on issues close to our business, customers and employees. Thus, we champion public policies that advance the transformation of construction, manufacturing and production; enable cloud and data-driven business models; promote sustainability; prepare students and workers for the careers of the future; and create a diverse and inclusive workplace.

This Government Affairs Policy establishes a coordinated strategy to achieve these objectives and provides guidance about political activities related to the workplace that ensures full compliance with the law and reflects Autodesk's high ethical standards.

2. Mission Statement

Autodesk's vision is to help people imagine, design, and make a better world. The mission of Autodesk's Government Affairs Team is to promote public policies that advance Autodesk's vision, business, and values before policy-makers worldwide, in compliance with the highest ethical standards and [Autodesk's Code of Business Conduct](#). The Government Affairs Team will partner with other Autodesk personnel and business units in setting objectives, establishing policies, and developing programs, as appropriate, to ensure that we work collaboratively and represent our business interests faithfully in achieving this mission.

3. Scope

This Policy, which can be modified or withdrawn in Autodesk's sole discretion, applies to all Autodesk directors, officers, employees, and contingent workers worldwide.

4. Corporate Activity

Use of corporate funds or other assets for lobbying or political activities is highly regulated by laws and regulations that vary from jurisdiction to jurisdiction. To ensure full compliance with these rules worldwide, and consistent with [Autodesk's Code of Business Conduct](#), the use of Autodesk's funds or assets for political activities anywhere in the world, including requests for

corporate political contributions, must be approved in writing by the Chief Legal Officer in advance, except as provided below.

- 4.1. **Facilities, Resources, and Paid Employee Time:** Facilities worldwide should not be used for any political or electoral activities without the advanced written approval of the Vice President of Government Affairs and the Vice President for Corporate Real Estate and Facilities. This includes the use of meeting space, parking facilities, e-mail, Autodesk-provided web space, computers, telephones, copiers, printers or other such assets, or the use of employees' compensated time for lobbying or political activities.
- 4.2. **Corporate Political Contributions:** In general, United States law does not permit corporate funds to be contributed to federal candidates, national political party committees, or other federal political committees. A Supreme Court decision in 2010 allows public companies to make independent expenditures to expressly advocate the election or defeat of federal candidates as long as there is no coordination with a candidate or candidate committee. Autodesk does not make such independent expenditures with regard to federal candidates. While some U.S. states and localities allow corporate political contributions directly to candidates and their committees, Autodesk also does not contribute corporate funds to individual state or local candidates, the political committees they control, or to state or local political party committees.
- 4.3. **Industry Associations:** Autodesk joins industry associations, trade groups, coalitions, and similar organizations to advance important company interests and public policy goals. We engage with organizations that reflect our values and interests and are focused on issues that are important to the Company. However, our participation in these organizations does not indicate that we endorse or support all the policy positions that any organization or its members choose to take. Because some portion of dues payments to these organizations may be used for lobbying, membership must be approved in advance by a Legal Business Partner. An invoice reflecting the portion of the dues attributable to lobbying, if any, must be provided both to Legal and Finance before membership dues are paid. To ensure both policy alignment and compliance, Autodesk employees should not participate in lobbying conducted by such organizations unless approved by a member of the Government Affairs Team.
- 4.4. **Lobbyists and Consultants:** Hiring or engaging lobbyists, government affairs firms, and other consultants who will contact government officials on behalf of Autodesk can trigger registration, reporting, and other compliance obligations for the Company and, in some instances, employees individually. Furthermore, Autodesk can be held liable for the actions of these consultants. Thus, the hiring or engaging of consultants to contact government officials on the Company's behalf must be approved in advance by the Vice President of Government Affairs. This Policy excludes consultants hired to make

contacts related to the performance of existing professional services contracts for government customers.

- 4.5. **Employee Lobbying:** Some contacts by an Autodesk employee with government officials and work related to such contacts, including contacts to influence sales or manage facilities, may require the employee to register as a lobbyist. In some jurisdictions, registration is required in advance of such contacts or activities. Additionally, any expenses incurred in furtherance of such contacts may be reportable lobbying expenses. Therefore, employees who intend to contact government officials on behalf of Autodesk, including contacts relating to sales to government entities, should consult with their Legal Business Partner while developing business strategies to ensure full compliance with these rules, which vary widely from jurisdiction to jurisdiction. Employees may also need to keep records of expenses incurred in the course of those contacts and respond to requests for information about such contacts so that the company is able to meet its reporting requirements.

5. Employee Personal Activity

Autodesk respects the right of its employees to participate in the political process. Thus, all Autodesk personnel – including employees, directors and officers – are free to engage in political activity during their personal time and with their personal funds or assets. However, some jurisdictions in which the Company does business or seeks new business regulate or restrict political contributions made by Autodesk personnel, including, in some circumstances, contributions made with personal funds. Furthermore, U.S. Federal law limits giving anything of value to Members of Congress or Congressional employees with corporate or personal funds. Therefore, this Policy provides guidance to ensure full compliance with these laws.

- 5.1. **Employee Personal Views:** Employees' personal views on politics and public policy are their own. However, employees and other Autodesk personnel may not represent or imply that their personal political views represent those of Autodesk or use the Autodesk name in a way that might imply corporate endorsement of any candidate, ballot measure, or policy position. Any discussion of politics or fundraising in the workplace should be respectful of others' points of view and not create perceived or actual pressure to make a political contribution, or to support or oppose a candidate, political party, or ballot measure.
- 5.2. **Employee Fundraising and Political Contributions:** Except as discussed below, Autodesk employees may engage in political fundraising on personal time and with personal assets. However, employees are not permitted to engage in political fundraising during Autodesk work-time, on company premises, or with company resources. Personal political contributions are not eligible contributions under Autodesk's Matching Gifts Programs and will not be reimbursed by Autodesk. Requests for corporate political

contributions received by employees should be forwarded to the Government Affairs Team.

5.3. *Employee Political Activity in States and Localities:* Increasingly, state and local jurisdictions in the United States bar, or require disclosure of, political contributions by directors, officers, and employees of companies competing for contracts in those jurisdictions. These restrictions also can apply when certain decisions affecting the company are before state or local officials. In some cases, these prohibitions can apply to spouses and other family members of Autodesk personnel. Violations of these laws can lead to the cancellation of current government contracts and disqualification for future government contracts. Because the rules vary widely and change frequently, all Autodesk personnel are encouraged to consult with their Legal Business Partner before making political contributions in state or local elections.

6. Gifts, Entertainment, Travel or Lodging for Government Officials.

Offering or giving anything of value – even of nominal value – to a government official is highly regulated in most jurisdictions around the world. This includes food, beverages, and entertainment. Therefore, Autodesk employees are prohibited from providing anything of value to government officials, whether using Autodesk or personal funds, except as provided in this Policy and Autodesk’s [Global Travel and Entertainment Expense Reimbursement Policy](#). Please also refer to other related policies that provide additional guidance, including Autodesk’s [Anti-Corruption Policy](#), and [Autodesk’s Code of Business Conduct](#).

6.1. *Special Rules Relating to Members of Congress, and Congressional Employees:* U.S. law prohibits giving gifts of any value – including travel, meals, event tickets, or other entertainment – to any Member of Congress or Congressional employee, except in very narrow circumstances. This applies to all gifts paid either with Autodesk or personal assets.

Thus, Autodesk employees must obtain the prior written approval of the Chief Legal Officer before giving, requesting or directing a gift of any value to a Member of Congress or Congressional employee. Prior written approval of the Chief Legal Officer also is required before Autodesk assets or funds may be used for any of the following purposes:

- An event to honor or recognize a Member of Congress, congressional employee, or federal executive branch official;
- An entity that is named for, established, financed, maintained or controlled by, or for which a donation was requested by such an official;
- A meeting, retreat, conference, or similar event held by or in the name of such an official; or

- A Presidential library or Presidential inaugural committee.

7. Compliance with Lobbying Registration and Reporting Requirements

Any use of Autodesk assets or funds that trigger lobbying registration or reporting requirements in any jurisdiction must first be approved by the Vice President of Government Affairs. Finance also should be notified of any such use of Autodesk resources.

7.1. Lobbying Registration and Reporting: Autodesk's Government Affairs Team engages in lobbying activities to promote public policies that reflect our vision, business, and values, in compliance with the highest ethical standards and consistent with [Autodesk's Code of Business Conduct](#). As required by applicable law, Autodesk files periodic lobbying reports with the Secretary of the U.S. Senate and the Clerk of the U.S. House of Representatives. Those reports can be found [here](#). Autodesk also files lobbying reports with U.S. state and local jurisdictions, and with other governments globally where required. The Vice President of Government Affairs is responsible for preparing and filing all such reports.

8. Roles and Responsibilities

8.1. Senior Vice President for Corporate Affairs and Chief Legal Officer: Autodesk's Senior Vice President for Corporate Affairs and Chief Legal Officer is responsible for setting overall public policy objectives in consultation with the company's senior management and consistent with Autodesk's business objectives and company values lobbying activities to promote public policies that reflect our vision, business and values, in compliance with the highest ethical standards and consistent with [Autodesk's Code of Business Conduct](#).

8.2. Vice President of Government Affairs: The Vice President of Government Affairs, under the direction of the Senior Vice President for Corporate Affairs and Chief Legal Officer, is responsible for developing and executing government affairs and public policy programs worldwide, and for managing the Government Affairs Team. The Vice President of Government Affairs also is responsible for ensuring that the company complies with lobbying registration and reporting requirements worldwide.

8.3. Tax: Autodesk's Finance Department is responsible for ensuring that Autodesk complies with tax regulations regarding the non-deductibility of expenses for lobbying and political activities.

8.4. Cross-Functional Cooperation: The Government Affairs Team will engage and partner with other Autodesk personnel and business units in setting objectives, establishing policies, and developing programs, as appropriate.

8.5. Policy Statements: To ensure consistency with Autodesk principles and policies, and coherency in Autodesk’s advocacy, statements representing Autodesk’s views on public policy matters in any jurisdiction must be approved in advance by the Senior Vice President for Corporate Affairs and Chief Legal Officer or the Vice President of Government Affairs.

9. Noncompliance

Violations of this Policy may result in discipline, up to and including termination of your relationship with Autodesk.

Related Autodesk Policies

[**Autodesk Code of Business Conduct**](#)

[**Global Travel and Entertainment Expense Reimbursement Policy**](#)

[**Autodesk Anti-Corruption Policy**](#)

Summary Table	
Policy Owner	VP of Government Affairs
Policy Approver	CLO
Policy Adopted	April 26, 2019
Effective Date	April 26, 2019
Geographic Coverage	Global
Scope of Users	All directors, officers, and employees

Modification History			
Date Revised	Modified By	Approved By	Description of Changes Made
2/1/2014	David Crane, VP Government Affairs	Pascal Di Fronzo (CLO)	N/A – new policy
4/26/2019	David Crane, VP Government Affairs	Pascal Di Fronzo (CLO)	<p>Sec. 4.2: added prohibitions on corporate independent expenditures and contributions to non-profits engaged in candidate elections</p> <p>Sec. 4.4: VPGA approval required to hire lobbyist consultants</p> <p>Sec. 9: Added noncompliance language</p> <p>Minor non-substantive edits throughout</p>