

# CODE OF BUSINESS CONDUCT



## LETTER FROM OUR CEO

## WE DO WHAT'S RIGHT

Our Code of Business Conduct

We do what's right

We speak up

## FOR OUR COLLEAGUES

We promote respect in the workplace

We maintain a healthy and safe workplace

## FOR OUR CUSTOMERS

We compete fairly

We represent our Company honestly and appropriately

We do not tolerate bribery or corruption

We offer and accept gifts, hospitality, and entertainment only when appropriate

We work appropriately with governments and government officials

## FOR OUR COMPANY

We avoid and disclose conflicts of interest

We keep accurate business records

We do not trade on inside information

We comply with global trade controls

We use Autodesk assets appropriately

We protect intellectual property and confidential information

We respect privacy and personal information

## FOR OUR COMMUNITIES

We are committed to environmental sustainability

We promote fair labor practices, workforce development, and human rights

We give back

## AMENDMENTS AND WAIVERS



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## LETTER FROM OUR CEO

At Autodesk, we envision a better world designed and made for all.

Our success is built on our foundational commitment to **doing what's right** for our colleagues, our customers, our company, our communities, and all our stakeholders. Doing what's right means that we always act honestly and with the highest ethical standards.

Our Code of Business Conduct summarizes our most important policies, sets expectations for how we should approach our work at Autodesk, and describes the actions we must take to always do what's right.

It applies to everyone at Autodesk, including employees, officers, directors, contingent workers, and our controlled subsidiaries around the world.

We are all responsible for upholding the Code's principles, promptly reporting suspected violations, and asking clarifying questions. Speaking with honesty and courage is essential to creating a fulfilling work environment that rewards teamwork and respects diverse work styles, cultures, and ways of living.

Thank you for taking the time to read, understand, and follow this Code of Business Conduct, and for all the hard work you do to deliver the incredible tools that enable our customers to make a better world.

**Andrew Anagnost**  
*Chief Executive Officer*  
*Autodesk, Inc.*





WE DO WHAT'S RIGHT

FOR OUR COLLEAGUES

FOR OUR CUSTOMERS

FOR OUR COMPANY

FOR OUR COMMUNITIES

# WE DO WHAT'S RIGHT



# OUR CODE OF BUSINESS CONDUCT

Our Code of Business Conduct recognizes that every group and individual involved in our business, from our investors to our resellers to our customers and coworkers, holds a stake in the future of Autodesk. Our success comes from our shared commitment to acting as One Team.

Delivering on that commitment requires that our relationships with each other be founded on trust and respect, which we must earn every day by always adhering to the highest standards of ethical business conduct.

This Code provides a guide to ethical decision making and articulates standards of conduct meant to ensure **we do what's right** for all our stakeholders:

**Our Colleagues.** We strive to be a place where people can achieve personal and professional success and bring their authentic selves to work. We rely on each other to act ethically and inclusively.

**Our Customers.** We build trust with our customers by competing fairly and honestly on the merits of what we have to offer. We win business by delivering the products and services that allow them to imagine, design, and bring their ideas to life.

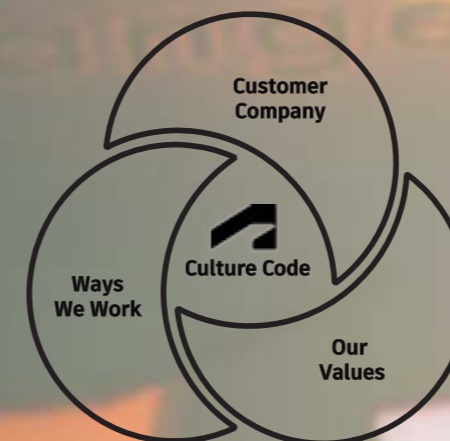
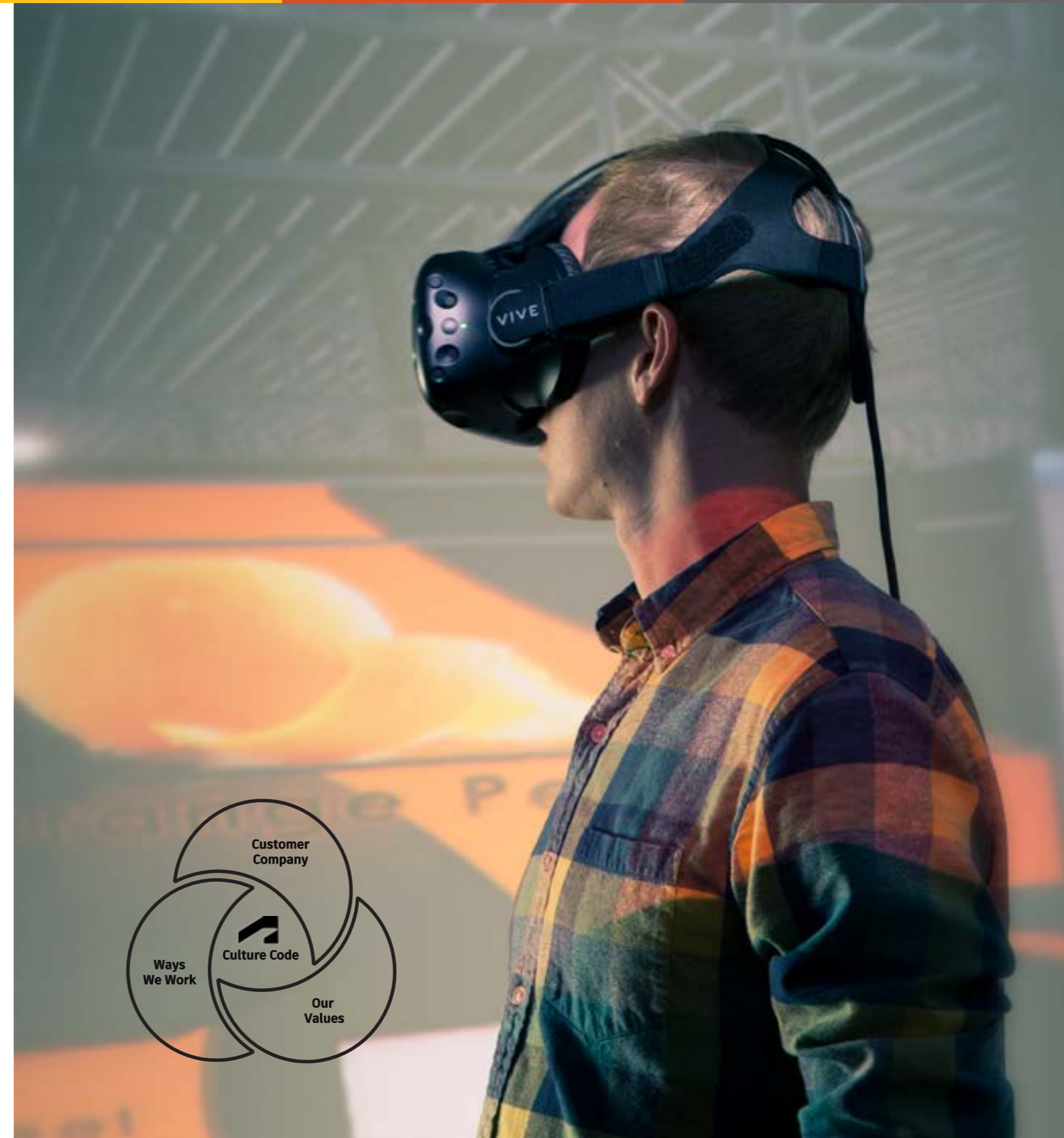
**Our Company.** Following the law and the rules that govern our business is a fundamental tenet of good corporate citizenship and an essential ingredient in building trust with all our stakeholders. Our business partners depend on the integrity of our operations and products, and our shareholders trust us to use our assets responsibly.

**Our Communities.** Our technology, philanthropic investments, education initiatives, and employee programs empower others to make a better world.

Each standard of conduct is followed by action statements that explain how we do what's right and describe the conduct and behaviors we require. While we organized this guidance by stakeholder group, the standards and the "How we do what's right" statements in each section apply at all times, regardless of situation or interaction.

You'll also find references to our Culture Code throughout the Code of Business Conduct. Autodesk Culture supplements our Code of Business Conduct and is an important expression of how we achieve the best results for our stakeholders while always acting with the highest ethical standards.

Compliance with the Code of Business Conduct is mandatory, everywhere. If you are concerned that local law or other legal requirements conflict with our Code, please contact your Legal Business Partner.





# WE DO WHAT'S RIGHT

## DOING WHAT'S RIGHT REQUIRES THAT YOU:

- Follow this Code of Business Conduct and all Autodesk policies
- Act with integrity whenever representing Autodesk in any way
- Ask for guidance before you act if you are uncertain about how a law or policy applies
- Share concerns about potential problems and speak up when you suspect possible misconduct

By following the Code of Business Conduct and all related policies, you are protecting Autodesk and fostering trust with our stakeholders. When you violate this Code or any of Autodesk's policies, you risk damaging the Company's reputation and our ability to do business, as well your own reputation and the reputation of anybody who does business with us.

Find all of Autodesk's policies on [Autodesk One](#).

## DOING WHAT'S RIGHT REQUIRES THAT MANAGERS:

- Be role models for our Code of Business Conduct
- Set the example for integrity through words and actions
- Create an ethical culture and environment where team members feel comfortable raising concerns
- Ensure employees understand that business results are never more important than doing what's right
- Make sure team members complete all mandatory training

You, as managers, are expected to resolve issues that arise when anyone who works with or for you doesn't meet the expected level of performance. It's important that you always escalate potential policy violations and possible misconduct for review and investigation. If you are not sure what your next steps should be, contact your People Consultant or Legal Business Partner.

## DISCIPLINARY ACTION

If you don't **do what's right**, you may face disciplinary action, including termination of your relationship with Autodesk. Examples of conduct that could result in disciplinary action include:

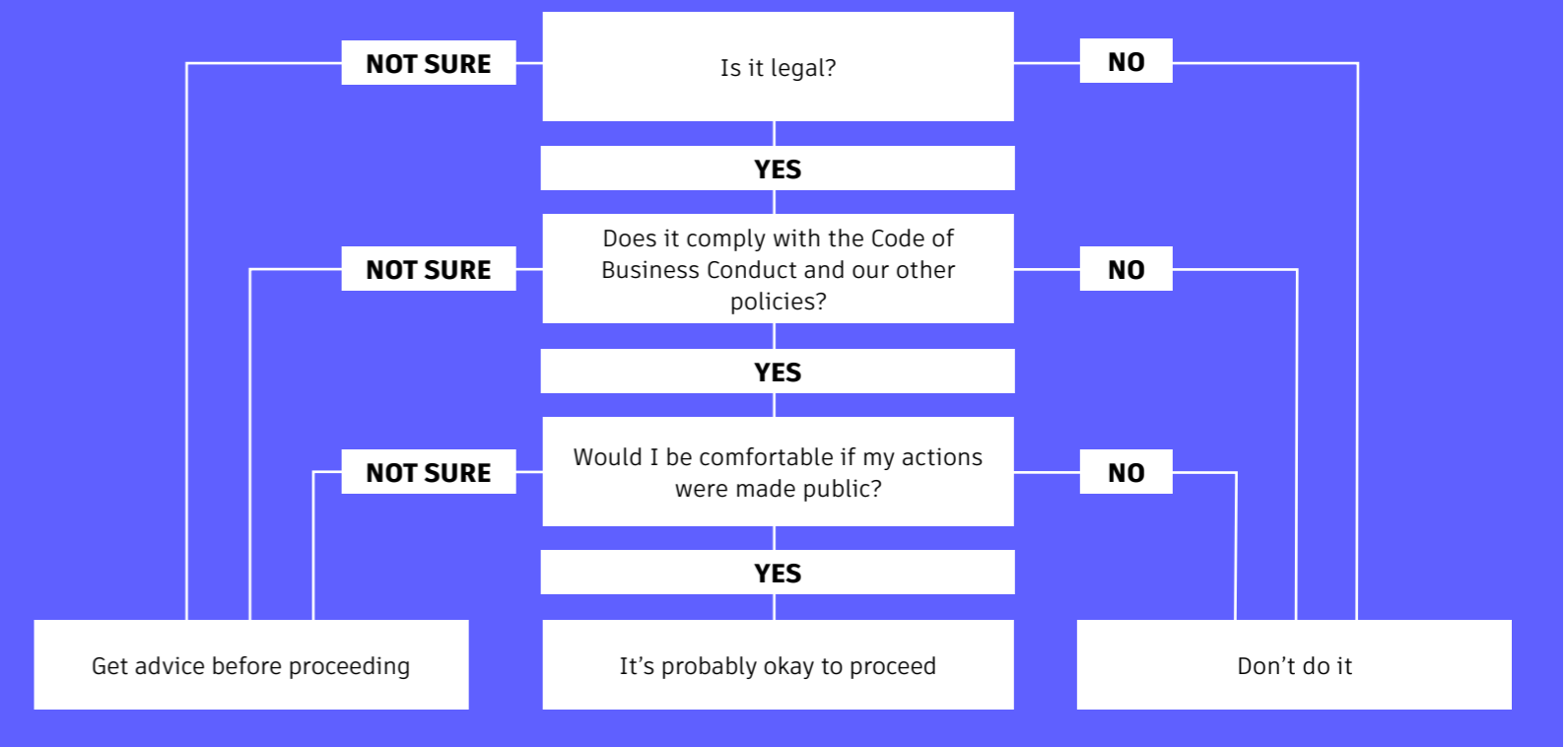
- Violating the law, this Code of Business Conduct, or another Autodesk policy
- Failing to promptly report a known or suspected violation of the law, this Code of Business Conduct, or another Autodesk policy

- Retaliating against someone for reporting a concern or participating in an investigation
- Failing to fully and honestly cooperate in an investigation of possible misconduct
- As a manager, failing to ensure compliance with the law, this Code of Business Conduct, or other Autodesk policies

## HOW WE DO WHAT'S RIGHT

While this Code of Business Conduct is your guide to ethical decision making, it can't tell you what to do in every situation. Sometimes the right choice isn't clear. That's when your commitment to doing what's right matters most.

When you are in doubt about a decision or activity, ask yourself:



To help you make the right decision, seek guidance from:

- Your manager
- [Your Legal Business Partner](#)
- [Your People Consultant](#)
- [The PPL Thrive Team](#)
- Your Finance Business Partner
- [Business Ethics and Compliance Hotline](#)



# WE SPEAK UP

## WE REPORT CONCERNS

If you believe you've witnessed or become aware of a potential violation of this Code of Business Conduct or another Autodesk policy, you have a responsibility to report it. When you report a concern, you help stop issues before they happen and remedy problems that have already occurred. You can report your concerns to:

- Your manager or anyone in senior management
- Your [Legal Business Partner](#) or any Autodesk attorney
- Thrive (Employee Relations Team) or your People Consultant
- Your Finance Business Partner or anyone else in Finance management
- Legal Compliance at [compliance@autodesk.com](mailto:compliance@autodesk.com)



**COURAGEOUS:** I speak out even when it's uncomfortable.

- Audit & Advisory Services at [auditadvisory.services@autodesk.com](mailto:auditadvisory.services@autodesk.com)
- Autodesk's Business Ethics and Compliance Hotline:\*
  - By phone: In the United States or Canada at 855-822-9535, or [view international phone numbers](#)
  - Online at [www.autodesk.ethicspoint.com](http://www.autodesk.ethicspoint.com)

\* Some countries limit the types of reports you can make through the Business and Ethics Hotline. Find out more at [www.autodesk.ethicspoint.com](http://www.autodesk.ethicspoint.com).

## WE COOPERATE FULLY WITH INVESTIGATIONS AND AUDITS

We take allegations of misconduct seriously and investigate all reports of potential violations of the law or Autodesk policy. We are all required to participate in investigations in good faith.

Participation in good faith means:

- Do not conduct your own investigation; your concern may involve complex legal issues, and you risk compromising the integrity of a formal investigation
- If asked to provide information during an investigation, participate fully and honestly
- Do not do anything to compromise an investigation, such as delete, hide, or withhold evidence, or improperly discuss the investigation with others
- Never discourage someone from raising a concern or participating in an investigation

## WE NEVER TOLERATE RETALIATION

We do not tolerate retaliation against anyone for making an honest report about a possible violation of the law, this Code of Business Conduct, or other Autodesk policy. Nor do we tolerate retaliation against anyone for exercising a legal right, participating in an investigation, or encouraging others to make a good-faith report.

Retaliation includes actions meant to punish someone for making a report or participating in an investigation, or meant to deter them from making a report or participating in an investigation. These actions can include discipline, demotion, or termination, or more subtle actions like giving poor work assignments or excluding an employee from meetings or events.

If you believe you have experienced or witnessed retaliation, report it.

## FIND OUT MORE

- [What Happens When You Speak Up](#)
- [Whistleblower Notice for the EthicsPoint Reporting Hotline](#)

**Q: What if I report a concern and I'm wrong? Will I get in trouble?**

**A:** No. You will never get in trouble for reporting a concern in good faith – meaning you provide information with an honest belief that it's accurate. That's why we conduct investigations. Always speak up if you believe you have a valid concern.

**Q: I have concerns about possible misconduct, but I don't have all the details or any written evidence, like an email or a text message. Should I report it anyway?**

**A:** Yes. If you have concerns or believe you have witnessed possible misconduct, you must report it even if you don't have all the details or any documentary evidence. Sometimes misconduct occurs without a paper trail. To facilitate the most effective and efficient investigation, please include in your report as many facts as you have. If you report anonymously through our Business Ethics and Compliance Hotline, please check back regularly in case our investigation team has additional questions.



WE DO WHAT'S RIGHT

FOR OUR COLLEAGUES

FOR OUR CUSTOMERS

FOR OUR COMPANY

FOR OUR COMMUNITIES

# FOR OUR COLLEAGUES





# WE PROMOTE RESPECT IN THE WORKPLACE



## WHAT IT MEANS

We want you to bring your authentic self to work, and to treat others with respect and professionalism. We are stronger when we embrace a range of backgrounds and points of view, and we strive to build a baseline of trust, belonging, and professionalism for everyone at Autodesk. Respect is expected, and discrimination, harassment, and bullying are not tolerated.



**AUTHENTIC SELVES:** We actively foster an environment where people can bring their authentic selves to work.



**INCLUSIVE:** I work collaboratively with people who are diverse in background, culture, and ways of living.



**HUMBLE:** I share credit and shoulder responsibility.



## HOW WE DO WHAT'S RIGHT

- Bring your authentic self to work, and allow others to do the same
- Communicate with colleagues directly and openly, but always with professional respect and courtesy
- Do not tolerate any type of harassment, bullying, intimidation, retaliation, or hostility
- Do not tolerate discrimination on the basis of race, color, ancestry or national origin, sex, gender (including pregnancy, childbirth, breastfeeding, or related medical conditions), sexual orientation, gender identity or gender expression, age, marital status, religion or creed, disability (mental or physical), medical condition, genetic information, military or veteran status, or any other characteristic protected by local law
- Refrain from behavior that might be deemed offensive, hostile, or intimidating



## YOU SHOULD KNOW...

We do not tolerate harassment in any form, including sexual harassment. Sexual harassment is unwelcome sexual conduct that can be reasonably viewed as offensive, hostile, or intimidating. It may include unwanted sexual advances, lewd comments or gestures, sexual imagery, sexual jokes, or inappropriate physical contact. Sexual harassment may also include promising (explicitly or implicitly) work benefits or advantages in exchange for sexual favors or threatening the loss of benefits or advantages for refusing to provide sexual favors.



## YOU SHOULD ALSO KNOW...

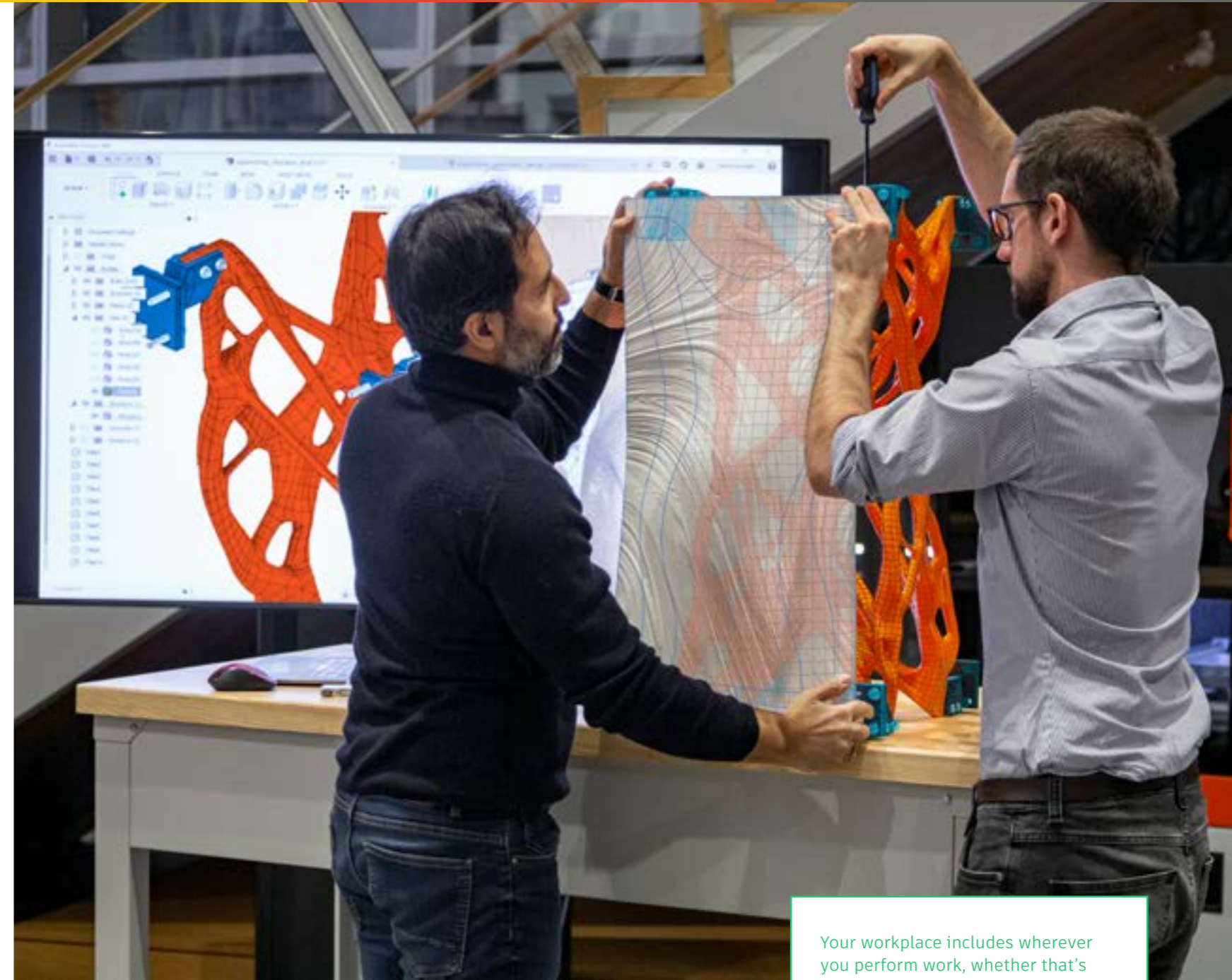
### OUR STANCE ON RACISM

We do not tolerate discrimination or harassment, including behavior rooted in racism. Racism is a complex concept which includes both beliefs and systems that seek to prejudice or discriminate against or harass individuals on the basis of their identification with a particular racial or ethnic group. Identifying with a certain racial or ethnic group differs by region, country, and culture. Autodesk expects all employees to foster an environment free of discrimination or harassment rooted in racism and abide by our relevant policies and guidelines.



## FIND OUT MORE

- [Global Discrimination, Harassment, and Bullying Policy](#)
- [Global People & Places Policies](#)
- [Autodesk Culture Code](#)
- [Guidelines for Working Together at Autodesk](#)
- [Autodesk Internal Community Platform Guidelines](#)

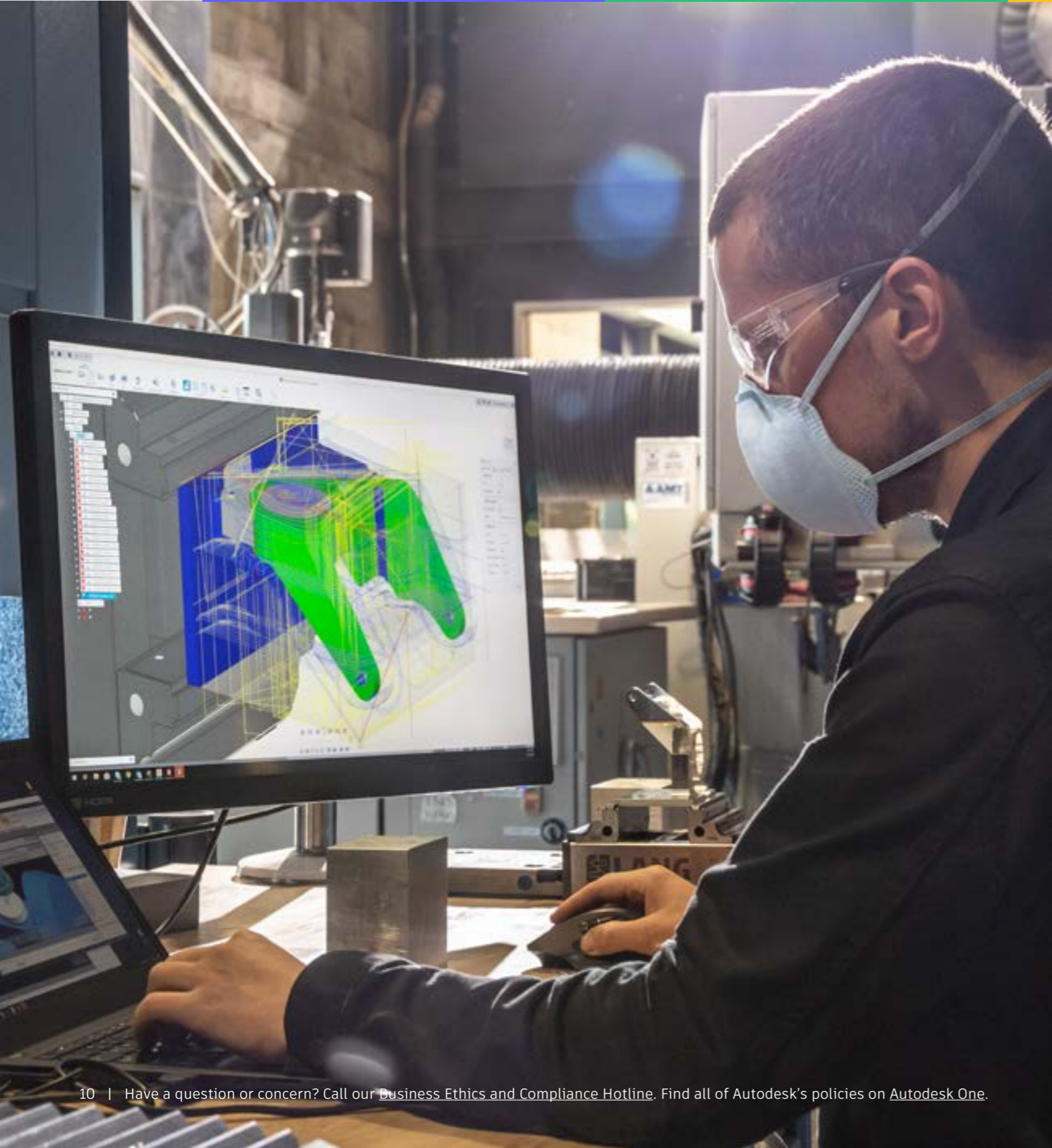


Your workplace includes wherever you perform work, whether that's in an office, on the road, or in your home.

## FOSTERING BELONGING

At Autodesk, we strive to create an environment where everyone, everywhere, is excited to come to work and fully contribute their talents. Our Employee Resource Groups build and foster a sense of belonging through shared experiences and a shared commitment to our mission and customers.

See our [Employee Resource Groups](#).



# WE MAINTAIN A HEALTHY AND SAFE WORKPLACE



## WHAT IT MEANS

We are committed to the health, safety, and wellbeing of our employees, customers, and partners. We follow all health and safety protocols recommended by local, state, and federal health authorities.



## HOW WE DO WHAT'S RIGHT

- Follow health, safety, and security guidance provided by Autodesk
- Promptly report any health, safety, and security concerns
- Visibly wear Company-issued identification badges while on Autodesk premises
- Allow only employees and authorized visitors into Autodesk secured office spaces
- Follow our [Policy on Drugs, Alcohol and Responsible Behavior](#) while working, attending Autodesk events, and representing Autodesk
- Do not tolerate and immediately report violence, threats of violence, or any other aggressive or intimidating behavior
- Do not bring firearms, explosives, or weapons to work or work-related events and activities, even if you are permitted by law to possess or carry them in a concealed manner



## YOU SHOULD KNOW...

To report a health, safety, or security issue, call or email Autodesk's Global Security Operations Center at 415-507-5555 or [GSOC@autodesk.com](mailto:GSOC@autodesk.com).

For emergencies, call the police or other emergency personnel (911 from U.S. Autodesk sites).



## FIND OUT MORE

- [Global Safety & Security](#)
- [Emergency Reporting & Response](#)
- [Policy on Drugs, Alcohol and Responsible Behavior](#)
- [Workplace Violence Prevention Policy](#)



WE DO WHAT'S RIGHT

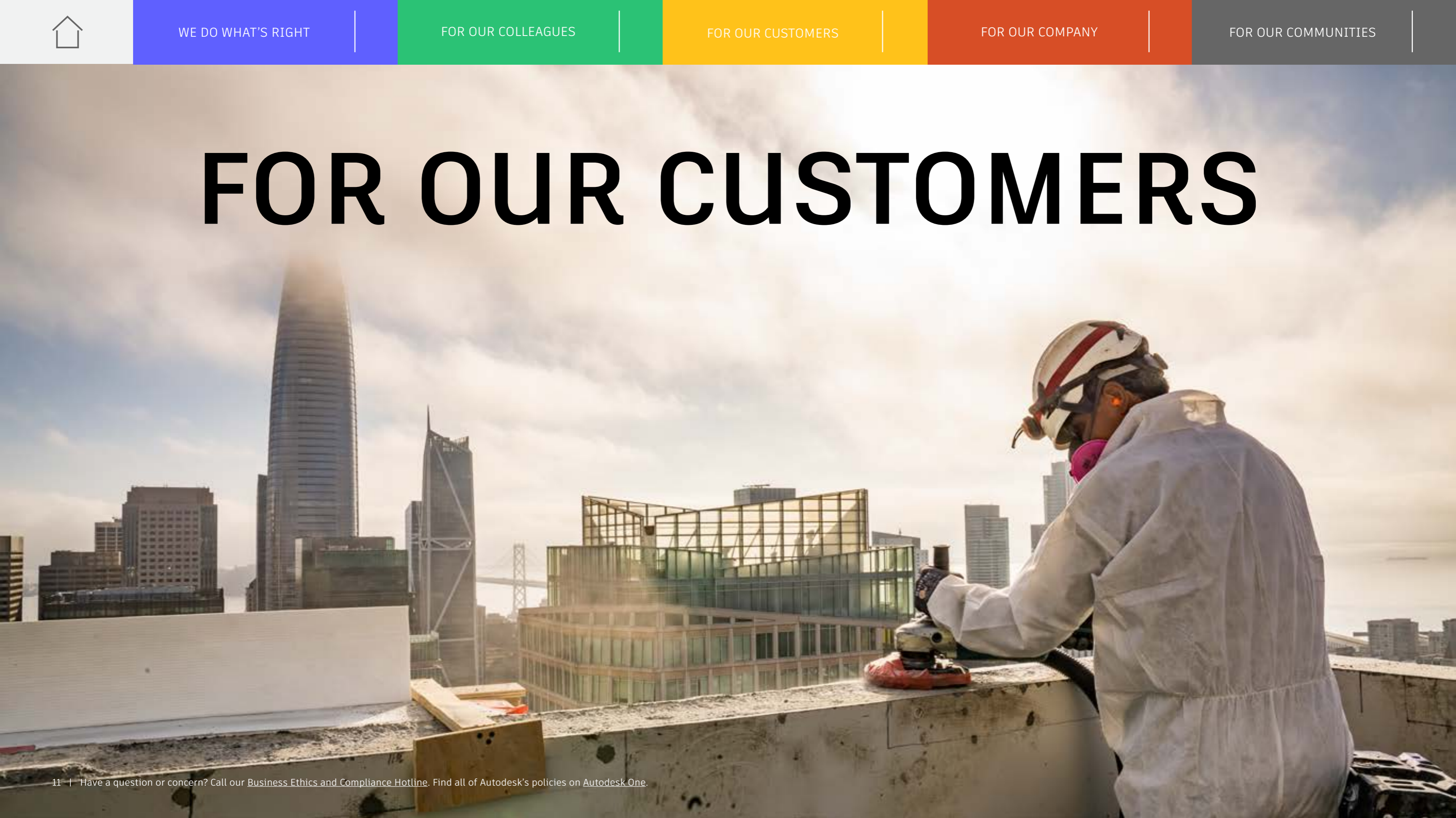
FOR OUR COLLEAGUES

FOR OUR CUSTOMERS

FOR OUR COMPANY

FOR OUR COMMUNITIES

# FOR OUR CUSTOMERS





# WE COMPETE FAIRLY



## WHAT IT MEANS

Autodesk is committed to vigorous competition in the marketplace, but we play by the rules. Competing fairly promotes greater innovation, more choices, and better value for our customers. We always comply with all applicable competition laws wherever we do business.



## HOW WE DO WHAT'S RIGHT

- Never agree with competitors to set prices or terms of sale, divide customers or territories, coordinate bidding activities or quotes, or do anything else that unfairly limits competition
- Do not share competitively sensitive information with competitors, such as non-public pricing, customer data, or product roadmaps
- Respect the independence of our resellers, and do not attempt to control the prices or discounts they offer to customers
- Do not make inaccurate claims and comparisons about our competitors and their products
- Use appropriate methods and sources when gathering competitive intelligence, and be honest and transparent about your affiliation with Autodesk
- Consult your Legal Business Partner before communicating with a competitor on behalf of Autodesk
- Report to your Legal Business Partner any suspected anticompetitive dealings among our channel partners



## YOU SHOULD KNOW...

Not all interactions with competitors are illegal. For example, competing companies sometimes collaborate on technology standards, participate in trade associations, or attend charitable events. Be careful when interacting with employees of competitors in these scenarios, and do not reveal competitively sensitive information.



## YOU SHOULD ALSO KNOW...

Channel partners may be downstream from Autodesk, but they often compete head-to-head with each other for customer business. Agreements between our channel partners to reduce competition could be a serious competition law violation, and if we facilitate that behavior, we could also be responsible. If you have any questions or concerns, contact your Legal Business Partner.



## FIND OUT MORE

- [Autodesk Guide to Fair Competition](#)
- [Legal Topics and Toolkits: Competition Law](#)
- [Trade Association Request Form](#)





# WE REPRESENT OUR COMPANY HONESTLY AND APPROPRIATELY

## WHAT IT MEANS

Everything we say about Autodesk can impact Autodesk's reputation and brand. We are thoughtful and use good judgment when communicating externally about Autodesk, including in social media. To ensure that Autodesk communications are consistent, accurate, and comply with the law, only authorized spokespersons can speak on behalf of the Company.



**ONE AUTODESK:** Focus, priorities, and executional alignment unite us.

## HOW WE DO WHAT'S RIGHT

- Follow all applicable laws and Company policies around communication, advertising, and marketing
- Ensure that our advertising and marketing materials are not misleading and that you substantiate claims before making them
- Be respectful, accurate, and do not disclose confidential information in external communications, including social media
- Only speak publicly on behalf of Autodesk if you are authorized to do so; otherwise, your comments and your opinions are your own, and you must make that clear in your communications
- Disclose your relationship with Autodesk clearly and conspicuously if you publicly endorse or promote Autodesk or any of its products or services (including on your personal social media)
- Do not copy or embed third party content in Autodesk branded social media posts or other Autodesk external communications without the proper license or authorization
- Refer all media inquiries about Autodesk to Corporate Communications ([corp.tech.comms@autodesk.com](mailto:corp.tech.comms@autodesk.com))
- Refer all financial analyst inquiries to Investor Relations (<https://investors.autodesk.com/contact-us/contact-information>)
- Refer all regulatory or legal inquiries directed at Autodesk to Legal

## YOU SHOULD KNOW...

If you are speaking about Autodesk in social media, your affiliation with Autodesk must be easily noticeable and understandable within the post. For example, you may need to include a statement like "I work for Autodesk" or "#AutodeskEmployee."

## FIND OUT MORE

- [Legal Marketing Toolkit](#)
- [Global Confidentiality Policy](#)
- [Social Media Policy](#)
- [Investor Relations Disclosure Policy](#)



**Q: Can a customer or an influencer be asked to endorse or promote Autodesk and its products on social media?**

**A:** Only if the customer or influencer agrees to follow applicable endorsement laws and regulations and executes an agreement with Autodesk. The customer or influencer will be required to clearly disclose their relationship with Autodesk and whether they are being compensated (even with gifts) for the endorsement or promotion. Before reaching out to a customer or influencer about a possible endorsement, consult with Legal and review the Social Media Policy.

**Q: Someone with a lot of followers wrote something untrue on Facebook about an Autodesk product. Can I reply to set the record straight?**

**A:** You should notify Autodesk Corporate Communications ([corp.tech.comms@autodesk.com](mailto:corp.tech.comms@autodesk.com)) and let an authorized Autodesk spokesperson respond. If you do post a reply, however, you must identify yourself as an Autodesk employee and specify that you are speaking on your own behalf.



# WE DO NOT TOLERATE BRIBERY OR CORRUPTION

## WHAT IT MEANS

Autodesk prohibits bribery and all other corrupt conduct, no matter what form it takes. Our zero-tolerance policy applies to anyone working on Autodesk's behalf, including employees, partners, consultants, or other intermediaries.

## HOW WE DO WHAT'S RIGHT

- Do not engage in any dishonest or fraudulent conduct for personal gain
- Do not offer or accept bribes, kickbacks, or anything of value to inappropriately influence a business decision or gain an unfair business advantage
- Do not make even small payments to government officials to facilitate or speed up routine administrative processes, regardless of local custom
- Follow Autodesk policies on providing gifts and entertainment to third parties
- Follow approved third-party onboarding processes and due diligence requirements
- Report any actual or suspected corruption (like a request or offer for a bribe or kickback) or "red flag" behavior (see below), including by any of our business partners

## YOU SHOULD KNOW...

Autodesk can be held liable for the conduct of third parties acting on our behalf. Report any "red flag" behavior you witness, such as:

- Requests for unusual payment arrangements, like payment in a different name, in a different country, in cash, or through an intermediary
- Requests for excessive compensation, discounts, fees, or commissions
- Requests to add multiple subcontractors or intermediaries without a clear business reason
- Directions from a government official that a certain third party facilitate a transaction
- Lack of relevant qualifications or having no prior professional experience
- Lack of necessary staff or facilities to perform services
- A close personal relationship with a government official
- A reputation for making prohibited payments
- Refusal or reluctance to engage in Autodesk due diligence processes



Corrupt incentives can be **anything of value** to the recipient, including lavish meals and entertainment, cash, travel, charitable donations, and favors (like helping someone secure a job or internship).

## FIND OUT MORE

- [Anti-Corruption Policy](#)
- [Global Travel and Entertainment Policy](#)
- [Legal Topics and Toolkits: Anti-Corruption](#)
- [Government Affairs Policy](#)



# WE OFFER AND ACCEPT GIFTS, HOSPITALITY, AND ENTERTAINMENT ONLY WHEN APPROPRIATE



## WHAT IT MEANS

Business gifts, hospitality (including meals, beverages, or other hospitality), and entertainment can promote goodwill, but they can also create conflicts of interest, constitute illegal bribery, or violate other laws. We never exchange gifts, hospitality, or entertainment in circumstances that could look like an attempt to improperly influence a business decision.



**INTEGRITY:** We go beyond what's required to do what is best for our customers, employees, and partners.



## HOW WE DO WHAT'S RIGHT

- Give and accept gifts, hospitality, and entertainment only if they are infrequent, unsolicited, modest in value, customary to the occasion, and related to a legitimate business purpose
- Exchange gifts, hospitality, or entertainment openly, with no strings attached, in compliance with law and the policies of the giver and recipient, and not during a competitive bidding process or contract negotiations
- Do not give or accept cash or cash equivalents, adult entertainment, or anything else that would reflect poorly on Autodesk
- Do not give anything (gift, meal, hospitality, entertainment, or anything else of value) to a government official without first consulting the Global Travel and Entertainment Policy and obtaining appropriate approval from Legal
- Comply with applicable expense thresholds (see below)
- Attend business-related social events held or sponsored by current or potential suppliers or business partners only with the approval of your manager

### Expense thresholds:

- **Giving gifts to a third party:** valued at no more than \$250 per person per calendar year
- **Giving gifts, hospitality, entertainment, or anything else of value to a U.S. government official:** Legal pre-approval always required
- **Giving gifts, hospitality, entertainment, or anything else of value to a non-U.S. government official:** Follow expense thresholds in Global Travel and Entertainment Policy and Government Hospitality Guidelines, and obtain appropriate pre-approval from Legal
- **Receiving gifts:** valued at no more than \$250 per calendar year from any one person or entity

Any exceptions to expense thresholds, or any expensive or extravagant hospitality or entertainment, requires pre-approval from your manager and your VP, which you may seek through the [Gift and Entertainment Request Form](#).



## YOU SHOULD KNOW...

Government officials include employees of any government, department, or agency anywhere in the world; employees of government-owned or controlled entities (like public schools, universities, hospitals, and utilities); employees of public international organizations (like the United Nations or the World Bank); and political parties and candidates.



**Q:** A vendor participating in a procurement-led RFP has invited me to go to a concert with them. I am a stakeholder in the RFP, but since I am not the decision-maker on the contract, is it okay if I go?

**A:** No, you may not accept gifts or entertainment from a potential vendor during an open RFP or competitive bidding process, or during active contract negotiations, even if you are not the decision-maker. You may be influential in some way in the outcome. This Policy is designed to help prevent conflicts of interest, perceived bias, and to protect our reputation for doing business with integrity.



## YOU SHOULD ALSO KNOW...

“Hospitality” and “entertainment” can include tickets to a virtual or in-person event (such as conference passes, sporting events, and music or cultural activities) when an Autodesk employee and the third party attend together and there is legitimate business purpose for the event. If the Autodesk employee and third party do not attend together, then this is a “gift.”



## FIND OUT MORE

- [Global Travel and Entertainment Policy](#)
- [Gift and Entertainment Request Form](#)
- [Legal Topics and Toolkits: Anti-Corruption](#)
- [Customer Entertainment Guidelines](#)
- [Government Hospitality Guidelines](#)
- [Gifts and Entertainment FAQ](#)
- [Gifts vs. Rewards vs. Prizes Tool](#)



# WE WORK APPROPRIATELY WITH GOVERNMENTS AND GOVERNMENT OFFICIALS

## WHAT IT MEANS

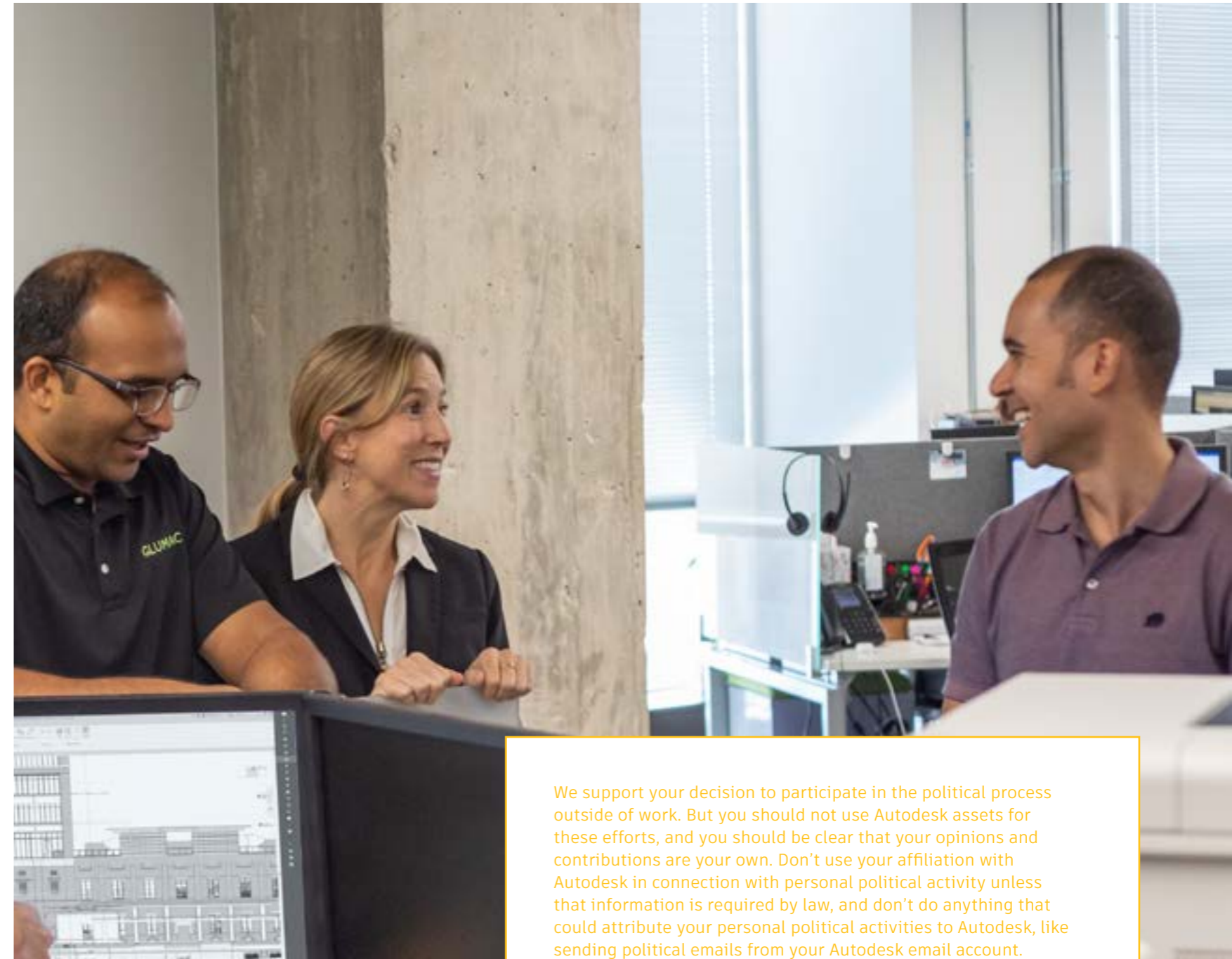
There are a variety of laws and regulatory requirements that control how we engage with governments and political candidates. These laws govern procurement practices, lobbying and advocacy, conflicts of interest, gifts and entertainment, and more. We comply with these laws and regulations everywhere we do business.

## HOW WE DO WHAT'S RIGHT

- Consult with your Legal Business Partner or the Government Affairs and Public Policy team before engaging with any government customer, bidding on work for the government, or engaging with a government official or agency to discuss legislation, regulations, or public policy
- Do not give anything of value to a government official without first consulting the Global Travel and Entertainment Policy and obtaining appropriate approval from Legal. This includes providing an official with any gifts, meals, or free admission to an event, or contributing to an event honoring a government official. There are strict gift, travel, and entertainment restrictions when providing anything of value to government officials
- Do not contribute corporate funds to candidates or the political committees they control in federal, state, or local elections. This includes "Political Action Committees"
- Obtain appropriate approval from the VP of Government Affairs and Public Policy before engaging any lobbyist or government consultant
- Obtain appropriate approval from Legal before using corporate funds to join any industry association since many of them conduct government lobbying
- For other types of political activities, obtain approvals described in the Government Affairs Policy before contributing corporate funds or using corporate assets or facilities
- Do not use Autodesk assets to further your own personal political activities and interests

## YOU SHOULD KNOW...

While you must take special care when dealing with any government official, many laws and our policies impose stricter rules on dealings with U.S. officials. This includes any federal, state, or local elected or appointed official; any employee, civil servant, or agent of any branch of government or from any political party; or any candidate for governmental office. For example, sales professionals and others who contact certain U.S. officials, even for routine sales matters, may need to register as lobbyists and file reports of their spending and activities, and may be prohibited from being paid a sales commission.



We support your decision to participate in the political process outside of work. But you should not use Autodesk assets for these efforts, and you should be clear that your opinions and contributions are your own. Don't use your affiliation with Autodesk in connection with personal political activity unless that information is required by law, and don't do anything that could attribute your personal political activities to Autodesk, like sending political emails from your Autodesk email account.

## FIND OUT MORE

- [Government Affairs Policy](#)
- [Global Travel and Entertainment Policy](#)
- [Gift and Entertainment Request Form](#)





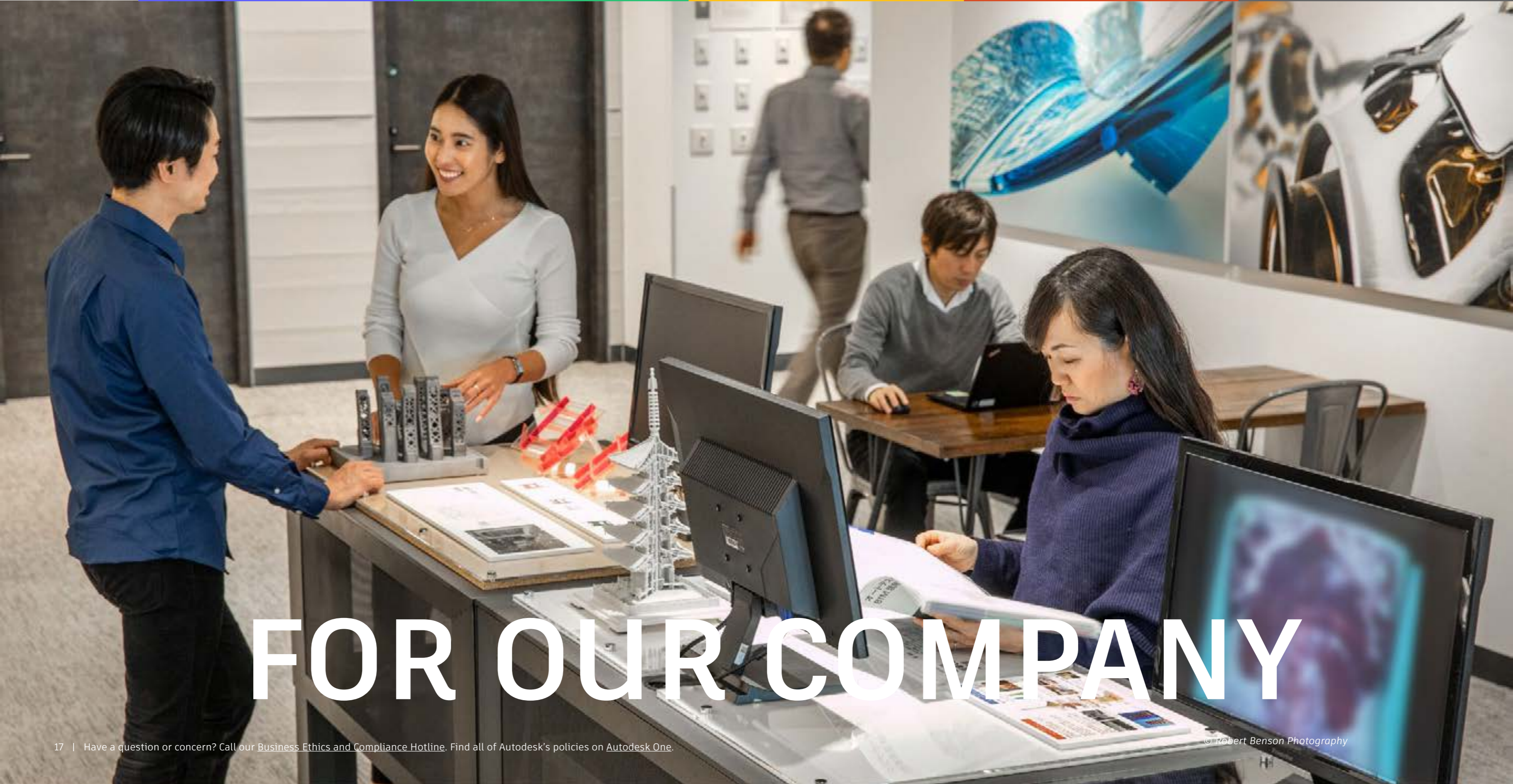
WE DO WHAT'S RIGHT

FOR OUR COLLEAGUES

FOR OUR CUSTOMERS

FOR OUR COMPANY

FOR OUR COMMUNITIES



# FOR OUR COMPANY



# WE AVOID AND DISCLOSE CONFLICTS OF INTEREST



**INTEGRITY:** We foster transparency.



**COURAGEOUS:** I have hard conversations to get better outcomes.



## WHAT IT MEANS

Your decisions as an Autodesk employee should be in the best interest of our Company. When you make choices that instead benefit you or someone close to you, or choices that appear to do so, that creates a conflict of interest.

Failing to disclose actual or potential conflicts of interest can damage both your personal reputation and Autodesk's reputation.



## HOW WE DO WHAT'S RIGHT

- Always make decisions for Autodesk that are in the Company's best interests
- Avoid situations where a financial interest in another company might influence how you make decisions for Autodesk
- Do not accept gifts (or other personal benefits) from third parties because of your status as an Autodesk employee, except as permitted in our Gifts and Entertainment Policy
- Do not work for or serve on the Board of one of our competitors
- Do not use Autodesk assets or resources for personal gain
- Do not directly or indirectly hire, engage, supervise, or give performance feedback regarding an employee or contingent worker who is a close personal relation
- Do not participate in any decision-making related to a potential conflict unless it has been fully reviewed and you are authorized to proceed
- Disclose all actual and potential conflicts through the [Conflict of Interest Disclosure Form](#) available on the [Legal homepage](#)



## ACTUAL AND POTENTIAL CONFLICTS THAT MUST BE DISCLOSED INCLUDE:

- **A business relationship with Autodesk:** Any direct business relationship you have (or [close personal relation](#) has) with Autodesk
- **Interests in competitors and business partners:** Any interest you have (or a [close personal relation](#) has) with one of our competitors, customers, resellers, agents, distributors, suppliers, or other business partners; this can include work (whether paid or unpaid) or a financial interest (for example, a significant stock investment, ownership, or creditor interest)
- **Additional employment:** Any employment somewhere else at the same time you are employed by Autodesk
- **Board representations:** Any membership on an advisory board or board of directors (unless it is a non-profit organization whose primary purpose is educational, religious, or charitable, and it has no plans to do business with Autodesk)
- **Certain personal relationships at work:**
  - A [close personal relationship](#) with an employee or contingent worker on your team or with whom you work on projects
  - If you are a VP or above, any close personal relationship with any Autodesk employee or contingent worker
  - If you are a manager, a close personal relationship with an employee or contingent worker who reports into the same VP
- **Anything else** that might create a conflict or appear to create a conflict of interest, including publications, speeches, IP development, consultancies, and other financial interests if they potentially interfere with or could reasonably be perceived as interfering with your responsibility to Autodesk or with Autodesk's best interests



### How to disclose a conflict

Fill out the [Conflict of Interest Disclosure Form](#), accessible from the [Legal homepage](#) on Autodesk One.

## ARE YOU DOING WHAT'S RIGHT?

Think again if your answer is **YES** – or even **MAYBE** – to any of these questions:

- Might I do anything differently at Autodesk because of an outside interest?
- Might others think this outside interest affects my business decisions?
- Do I have a divided loyalty between this outside interest and my job?
- Might this interest divert my attention away from my work for Autodesk?
- Would I be embarrassed if someone knew that I work at Autodesk and have this outside interest?
- If a customer, supplier, or business partner knew about this outside interest, would they question whether they have been treated fairly?
- Might someone think I am giving preferential treatment if they knew about my close personal relationship with a specific person?

## YOU SHOULD KNOW...

A conflict can arise from the activities of people close to you if those activities influence or appear to influence your business decisions. Under this Conflicts of Interest Policy, a close personal relation includes:

- A family member
- A spouse or domestic partner
- A member of your household
- An in-law (family member of a spouse or partner)
- A person with whom you have a romantic relationship
- A close friend, if that friendship has the potential to influence or impact your obligations to Autodesk
- A person with whom you have a financial relationship, such as a co-owner of an outside business

## FIND OUT MORE

- [Conflict of Interest Disclosure Form](#)
- [Board Representation Policy](#)
- [Legal Topics and Toolkits: Conflicts of Interest](#)
- For additional questions, contact [conflicts@autodesk.com](mailto:conflicts@autodesk.com)



# WE KEEP ACCURATE BUSINESS RECORDS



**ACCOUNTABLE:** I take responsibility for good and bad results.



**INTEGRITY:** We foster transparency.



## WHAT IT MEANS

Making good business decisions, fostering our shareholders' trust, and meeting our legal obligations as a public company all require us to keep complete and accurate records of our transactions and business information.



## HOW WE DO WHAT'S RIGHT

- Comply with all accounting and tax rules and regulations
- Record information in a way that fully and accurately reflects every transaction or event
- Validate that our books and records account for all of our assets and liabilities
- Ensure all commitments to customers are fully recorded in contracts and that no side arrangements exist
- Document the nature and timing of transactions accurately
- Ensure transactions and contracts are properly authorized
- Follow Autodesk's disclosure procedures for financial reporting
- Follow policies that relate to maintenance, storage, and disposal of records
- Never destroy or dispose of information that might be needed for an investigation, audit, or legal proceeding



## YOU SHOULD KNOW...

Business records include:

- Expense reports
- Business receipts
- Invoices
- Time records
- Financial reports
- Journal entries
- Personnel files
- Business plans
- Contracts
- Customer lists
- Marketing information
- SFDC opportunities

Depending on content, email may also be considered a business record. If you are unsure whether something is a business record, contact your Legal Business Partner.



**Q:** Our team did not use all of our available budget in a quarter. Is it okay to ask a supplier to pre-bill so that we can recognize the expense this quarter when funding is available?

**A:** No. This would misrepresent the actual timing of the transaction and would create an inaccurate record. Expenses need to be recognized the quarter in which the goods or services are provided.

**Q:** I work in sales and have not quite reached my target this quarter. Can I ask a customer to order a product today and return it after the quarter ends?

**A:** No. Not only would this create an inaccurate record, it would also constitute a side arrangement and create an impression with the customer that Autodesk does not follow honest business practices.



## FIND OUT MORE

- [Finance Policies Home](#)
- [Submitting Concerns about Accounting or Auditing Matters](#)
- [Records Information Management Policy and Retention Schedule](#)



# WE DO NOT TRADE ON INSIDE INFORMATION

## WHAT IT MEANS

Through your work, you may have access to material, non-public information about Autodesk, a customer, or another third party. This is considered "inside information." Trading Autodesk securities or any other company's securities while aware of inside information is insider trading. Insider trading is illegal and violates company policy.

## HOW WE DO WHAT'S RIGHT

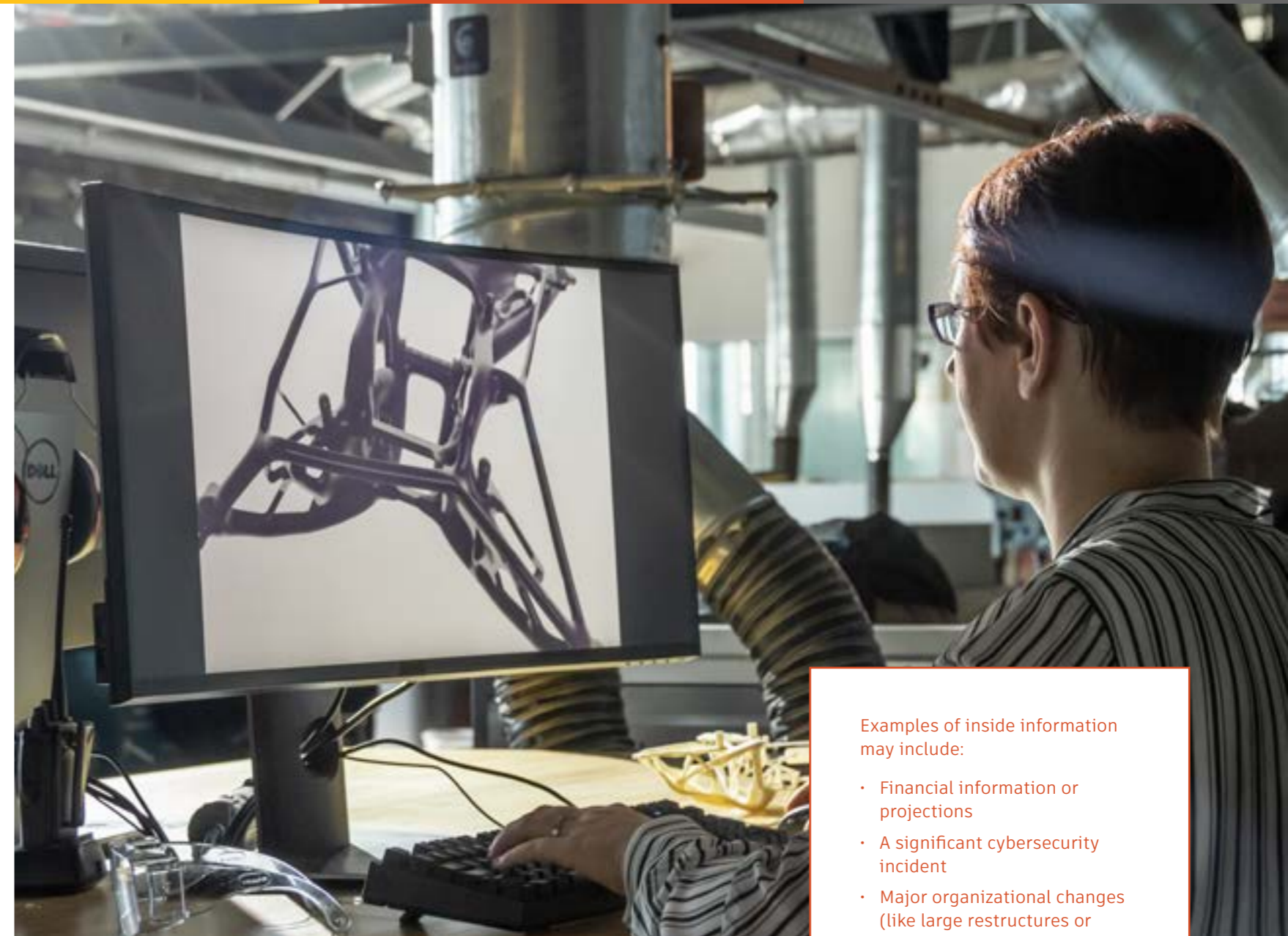
- Do not buy, sell, or gift securities while you are aware of inside information
- Do not recommend that anyone else buy, sell, or gift the securities of a company while you are aware of its inside information (even if you do not share the information itself)
- Do not share non-public or confidential information you acquire through your work at Autodesk with anyone without appropriate authorization
- Do not buy, sell, or gift Autodesk securities while the trading window is closed if you are subject to the trading windows described in our Insider Trading Policy
- Consult your Legal Business Partner before you trade public securities if you have any questions about whether you may be in possession of inside information

## YOU SHOULD KNOW

Information is "material" if a reasonable investor would consider it important in deciding whether to buy or sell that company's securities. Information is "nonpublic" if it has not been broadly communicated to the investing public.

## FIND OUT MORE

- [Insider Trading Policy](#)
- [Autodesk Global Confidentiality Policy](#)
- For additional questions, contact [insider.trading.compliance@autodesk.com](mailto:insider.trading.compliance@autodesk.com)



Examples of inside information may include:

- Financial information or projections
- A significant cybersecurity incident
- Major organizational changes (like large restructures or changes to our Board or senior management)
- Potential acquisitions
- Government inquiries and investigations

**Q:** I mentioned to a friend how excited I am that we are about to complete another acquisition. I think he bought Autodesk stock based on our conversation. Can I get in trouble?

**A:** Yes. You violated our policies by inappropriately revealing Autodesk's confidential information. If the acquisition is considered inside information, in addition to facing discipline by Autodesk, you can be held criminally liable under insider trading laws for telling your friend about it (tipping), even if you didn't trade securities yourself.



# WE COMPLY WITH GLOBAL TRADE CONTROLS



## WHAT IT MEANS

Autodesk complies with all applicable export control, economic sanctions, antiboycott, and customs laws that regulate cross-border transfers of goods, software, and technology and that otherwise regulate our international activities.

These laws affect how we do business in many ways, including selling, shipping, partnering, purchasing, hiring, and deciding who can work with specific technologies or on specific customer projects.



## HOW WE DO WHAT'S RIGHT

- Be aware of and follow the trade control laws and regulations that affect your role
- Understand that trade controls can vary by country, and sometimes more than one country's rules will apply
- Follow the Company's trade compliance processes, including those for classifying products and technology, screening channel partners, customers, and suppliers, and managing account data and product access
- Know which countries and regions are restricted by sanctions laws; do not engage in any transactions involving those locations, including with persons residing there, or with entities organized or doing business there
- Do not work from restricted countries or regions while on personal travel and do not take any Autodesk assets (e.g., laptops, mobile devices, software, technology/data) to those countries or regions
- Do not engage in sales, exports, procurement, or other activities with prohibited groups, entities, or individuals or for restricted end-uses
- Do not cooperate with any boycott or restrictive trade practice not authorized by the United States government and immediately report any boycott request to your Legal Business Partner or to Global Trade Compliance
- Check with your Legal Business Partner or Global Trade Compliance before:
  - Responding to a boycott request
  - Exporting or importing new or unfamiliar items, software, or technology, including hand-carrying them across country borders
  - Shipping manufacturing equipment or prototype items to other countries, even if to another Autodesk office
  - Releasing a new product or service, or expanding into new countries or territories
  - Developing or modifying systems that handle account data or control product access
  - Taking any action to enable a transaction with an account or user under export review or on export block
  - Sharing export-controlled source code or technology with others
  - Agreeing to limit the employees who will provide services to a third party or access their data, based on their nationality
  - Providing consulting services or engaging in projects related to military/defense applications or that involve export-controlled data
  - Taking any new hire or contingent worker onboarding actions prior to completion of export screening



## YOU SHOULD KNOW...

Not all exports are as obvious as shipping a replacement laptop or downloading software across a country border. For example, when a U.S.-based technical support specialist sends an export-controlled customer design file to a colleague in Singapore, that's an export. It's also an export if the U.S. technical support specialist shows her colleague in Singapore the file on a video call or discusses it during a voice call.

Additionally, economic sanctions can prohibit all transactions with a party or location, not just exports. Examples of transactions that may be prohibited by sanctions include financial transactions, providing services even if no software is downloaded, and providing product support.



## YOU SHOULD ALSO KNOW...

Boycott requests can take multiple forms, including:

- A contract clause that obligates Autodesk to participate in a boycott
- A prohibition on doing business with certain countries, persons, or organizations
- A request to provide information about our business relationships with a specific country or organization



## FIND OUT MORE

- [Global Trade Compliance Site](#) (includes the list of restricted locations)
- For additional questions, contact [export@autodesk.com](mailto:export@autodesk.com)





# WE USE AUTODESK ASSETS APPROPRIATELY



## WHAT IT MEANS

Everything that belongs to our Company – our funds, our business records, the ideas we develop, and the tools we provide to help you do your job like computers, internet access, mobile phones, software, and systems – are all Autodesk assets. We use these assets for legitimate business purposes and protect them from loss, theft, fraud, and misuse.



## HOW WE DO WHAT'S RIGHT

- Minimize personal use of Company tools; personal use should be incidental, not interfere with your work, and not violate any laws or Autodesk policies, including this Code
- Do not use Autodesk assets for outside employment or for volunteer activities unless you've received approval through the conflicts of interest review process
- Protect assets that have been issued to you – like computers, phones, or building access cards – from misuse or unauthorized access
- Ensure communications using Autodesk email or other communication systems are appropriate for Company business purposes
- Follow common sense, the law, and all Company policies when sending or forwarding communications
- Do not store or transmit Autodesk confidential or proprietary information through services not approved by Autodesk, as those services could pose a security risk
- If you leave Autodesk, return all Autodesk assets in normal operating condition



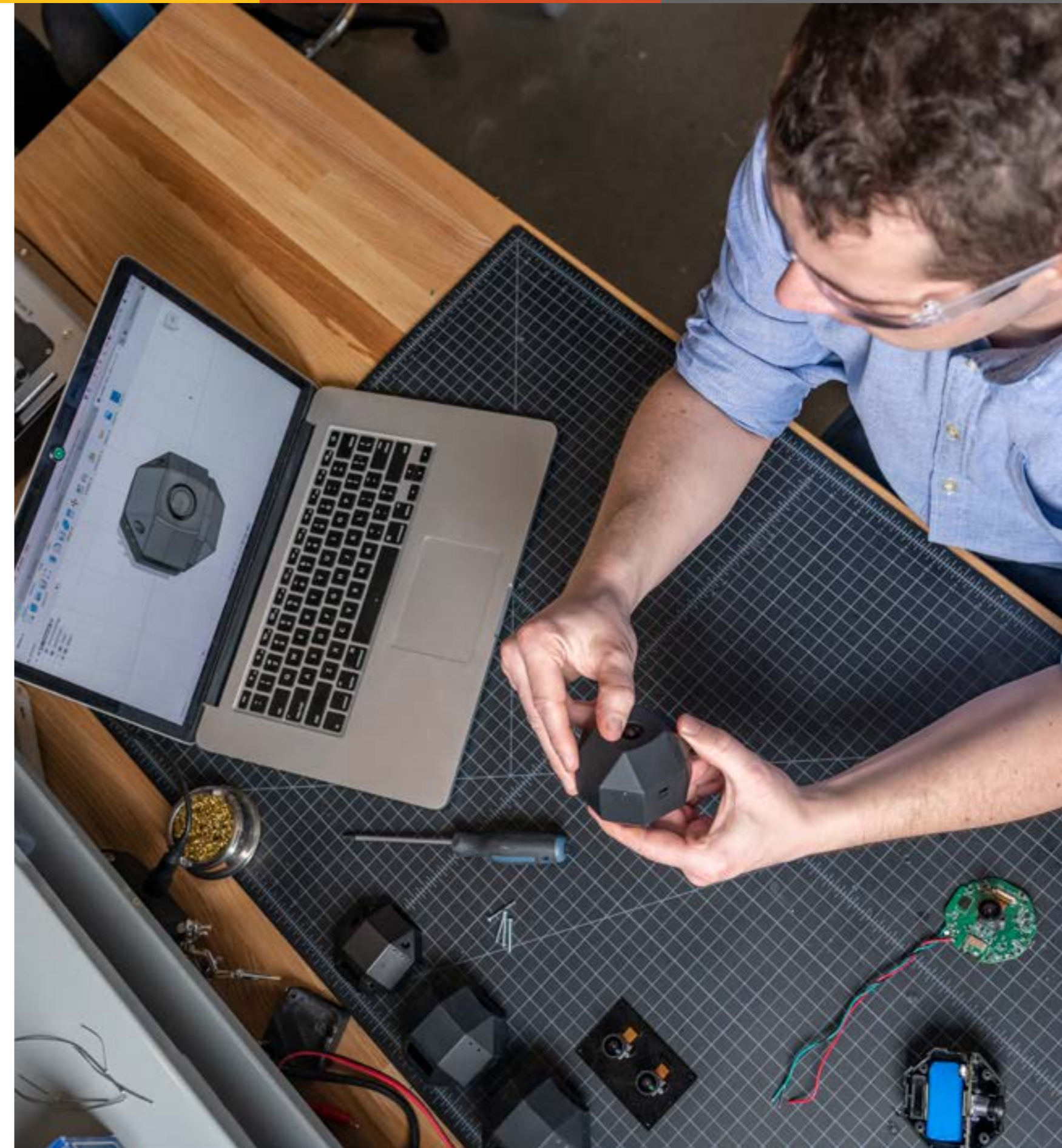
## YOU SHOULD KNOW...

Autodesk may access, monitor, or inspect Company-owned premises and assets (such as network usage, computers, email, messaging, and phones) at any time without notice or consent to the extent permitted by law. In addition, any Autodesk business record, whether it resides on a Company-owned or personal device, is an Autodesk asset. Autodesk reserves the right to preserve and review any Autodesk business record, regardless of where it is located, and may require access to your personal devices consistent with local law.



## FIND OUT MORE

- [Autodesk Global Confidentiality Policy](#)
- [Acceptable Use Policy](#)
- [Autodesk Security Policy](#)





# WE PROTECT INTELLECTUAL PROPERTY AND CONFIDENTIAL INFORMATION



## WHAT IT MEANS

Innovation is the key to Autodesk's success. We put a lot of time and resources into developing products and services that deliver value to our customers and empower them to make a better world. To protect these investments, we aggressively protect our intellectual property (IP), and we always respect the IP rights of others.

You are responsible for protecting and appropriately using all types of IP, including patents, trade secrets, copyrights, trademarks, and other confidential or proprietary information, whether it belongs to Autodesk, a customer, a business partner, or someone else.



### INNOVATIVE:

I am relentlessly curious and creative.

I daringly seek new ways to solve hard problems.



## HOW WE DO WHAT'S RIGHT

- Use Autodesk IP only for our own business purposes and only in permitted ways
- Use others' IP only as permitted by an approved agreement, such as a license agreement
- Safeguard confidential information; track, label, and store it properly, and share it internally only with those who need to know
- Disclose confidential information outside Autodesk only with appropriate approvals and under a non-disclosure agreement
- Do not take, use, or reveal confidential information from a third party – including former employers – without their prior written authorization
- When you leave Autodesk, do not take, disclose, or use Autodesk's IP or confidential information or the IP or confidential information entrusted to us by others



## YOU SHOULD KNOW...

Using any of the following materials without proper license or authorization in your work at Autodesk, including in our products, presentations, or promotional materials, can violate the law and erode the trust we have with our customers and business partners:

- Content you pull off the internet, like music, pictures, and video clips
- Software and source code
- Customer models and imagery

Before you use any of these items, make sure you have an approved license agreement that permits the particular use.



**Q:** Can I share what I'm working on at Autodesk in social media?

**A:** Not without prior approval. Your work at Autodesk is proprietary, and you might inadvertently share confidential information or information about a product or its features before we are ready to officially share that information with the public.

**Q:** I saw a customer's image in an internal presentation. Can I use it in my presentation at an industry conference?

**A:** Not without appropriate approval. Using a customer's image (or another image that is not owned by Autodesk) could infringe on a trademark or copyright or improperly reveal confidential information, even if it was previously used properly and with permission. We may have been authorized to use the image only for that specific presentation or only for a specific audience.

Visit the [Autodesk DAM \(Digital Asset Management platform\)](#) to access a wide array of pre-approved materials you can use in presentations and other documents.



## FIND OUT MORE

- [Autodesk Global Confidentiality Policy](#)
- [Employee Publications Policy](#)
- [Social Media Policy](#)
- [Trademark Guidelines](#)
- [Source Code Policy](#)
- [Legal Marketing Toolkit](#)





# WE RESPECT PRIVACY AND PERSONAL DATA

## WHAT IT MEANS

We protect the personal data of our employees, customers, and other third parties, and use it responsibly and ethically. We build privacy-by-design into our products, services, culture, and processes to keep pace with evolving regulations, business strategy, and customer expectations

This helps create an environment of trust and integrity at Autodesk and ensures that we comply with applicable data protection and privacy laws around the world.

## HOW WE DO WHAT'S RIGHT

- Be transparent about actions and intent regarding personal data
- Present individuals with clear and actionable choices
- Practice purposeful collection, use, and retention of data
- Only share data with third parties in limited and approved ways

## YOU SHOULD KNOW...

The [Data Protection, Use & Ethics Legal](#) team and the [Governance Risk & Compliance](#) team support the Global Privacy Program at Autodesk. The program sets an ongoing strategy to keep pace with regulatory change, manages impacts throughout Autodesk, aligns data/business strategies, and measures our compliance across Autodesk.

## FIND OUT MORE

- [Global Worker Data Protection Policy](#)
- [Autodesk Global Privacy Policy](#)
- [Privacy Statement](#)
- [Binding Corporate Rules Controller Policy](#)
- [Autodesk Trust Center](#)
- For additional questions, contact the [#privacy-help](#) Slack channel or [privacy.help@autodesk.com](mailto:privacy.help@autodesk.com)



**Q:** I want to onboard a new third-party supplier, what are the steps I need to follow?

**A:** To onboard a new supplier or third-party business partner, you must submit an engagement request at Supplier Central. If the vendor will be processing personal data received from Autodesk, it will have to execute appropriate contract terms, such as the Data Use & Protection Agreement, go through a security risk assessment and implement a method for complying with data subject requests.

For more information, please see the [Third Party Management Guidelines](#).



WE DO WHAT'S RIGHT

FOR OUR COLLEAGUES

FOR OUR CUSTOMERS

FOR OUR COMPANY

FOR OUR COMMUNITIES

# FOR OUR COMMUNITIES



# WE ARE COMMITTED TO ENVIRONMENTAL SUSTAINABILITY



## WHAT IT MEANS

We strive to advance our sustainable business practices and equip our customers and partners with the technology and knowledge that allow them to make decisions that lead to sustainable outcomes across everything they design and make.



**INNOVATIVE:** I daringly seek new ways to solve hard problems.



**AGILE:** I embrace uncertainty and flex to changing circumstances quickly.



**IMPACTFUL:** I have a sense of urgency in approaching critical challenges.



## HOW WE DO WHAT'S RIGHT

- Meet or exceed environmental laws and regulations
- Establish sustainable business targets to reduce our own environmental footprint, as well as to engage with our customers and partners on their own sustainability journeys
- Consider environmental impact as a factor in business decisions
- Integrate native sustainable capabilities, like energy analysis and environmental modeling features, into our software products
- Encourage our business partners to be more sustainable, setting greenhouse gas emissions reduction targets



## FIND OUT MORE

- [Sustainability on Autodesk.com](#)
- [Impact Report](#)
- [Environmental Policy](#)
- [Impact In Your Work](#)





# WE PROMOTE FAIR LABOR PRACTICES, WORKFORCE DEVELOPMENT, AND HUMAN RIGHTS



**IMPACTFUL:** I have a sense of urgency in approaching critical challenges.



**INCLUSIVE:** I actively seek differing perspectives to create more powerful outcomes.



## WHAT IT MEANS

Autodesk promotes and protects fair labor practices, workforce development, and human rights wherever we do business, and we strive to be a leader in ethical employment practices that uphold dignity and reward hard work.



## HOW WE DO WHAT'S RIGHT

- Support and affirm the International Bill of Human Rights
- Support the rights described in the ILO Declaration on Fundamental Principles and Rights at Work
- Require our business partners to support internationally recognized human rights; laws related to health and safety in the workplace, wages, and benefits; the eradication of human trafficking and slavery; and a work environment free from harassment and discrimination
- Encourage customers to promote human rights, including through the use of our products



## FIND OUT MORE

- [Human Rights and Conflict Minerals Policy](#)
- [Partner Code of Conduct](#)
- [Autodesk's Slavery and Human Trafficking Policy Statement](#)



# WE GIVE BACK



## WHAT IT MEANS

Designing and making a better world is more than just a vision. It's what we do every day.

We believe philanthropy should involve smart risk-taking and support innovative solutions to the world's most pressing challenges – solutions that will lead our industries to a more sustainable, equitable, and resilient future.



## HOW WE DO WHAT'S RIGHT

- Commit a percentage of our annual operating margin to support the Autodesk Foundation, which funds a portfolio of nonprofits and startups
- Donate software to nonprofits and startups that are using design for environmental or social good through Autodesk's Technology Impact Program
- Match employees' charitable donations and provide paid volunteer time so employees can support causes and organizations they care about most
- Do not contribute corporate or matching donations to support religious activities, organizations that are discriminatory, lobbying or advocacy groups, or government officials, or in other ways that may violate other sections of this Code



## FIND OUT MORE

- [The Autodesk Foundation](#)
- [Giving & Fundraising](#)
- [Volunteering and Pro Bono Consulting](#)



**IMPACTFUL:** I have a sense of urgency in approaching critical challenges.



**AUTHENTIC SELVES:** We embrace diversity and value people not just for what they do but who they are.



**SMART:** I prioritize and apply targeted effort to the work that matters most.





## AMENDMENTS AND WAIVERS

We regularly review and update our policies and procedures, including this Code of Business Conduct. We will post any amendments on [Autodesk One](#).

For directors and executive officers, waivers to this Code of Business Conduct require written approval by the Board of Directors, as well as public disclosure. For other employees, waivers to this Code require review and approval in writing by Autodesk's Chief Legal Officer or the CLO's delegate.

Read more about all Autodesk polices on [Autodesk One](#).

