

MOLDFLOW CORP  
Form SC TO-C  
May 05, 2008

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

**Washington, D.C. 20549**

**SCHEDULE TO**

**Tender Offer Statement under Section 14(d)(1) or 13(e)(1)**  
**of the Securities Exchange Act of 1934**

**MOLDFLOW CORPORATION**

**(Name of subject company (Issuer))**

**AUTODESK, INC.**

**SWITCH ACQUISITION CORPORATION**

**(Name of Filing Persons (Offerors))**

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**Common Stock, \$0.01 par value per share**  
(Title of classes of securities)

**608507109**  
(CUSIP number of common stock)

**Pascal W. Di Fronzo, Esq.**

**Senior Vice President, General Counsel and Secretary**

**Autodesk, Inc.**

**111 McInnis Parkway**

**San Rafael, California 94903**

**(415) 507-5000**

(Name, address, and telephone number of person authorized to receive notices and communications on behalf of Filing Persons)

*Copies to:*

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**Wilson Sonsini Goodrich & Rosati**

**Professional Corporation**

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**San Francisco, CA 94105**

**(415) 947-2000**

**CALCULATION OF FILING FEE**

**Transaction Valuation\***  
Not applicable\*

**Amount of Filing Fee\***  
Not applicable\*

\* A filing fee is not required in connection with this filing as it relates solely to preliminary communications made before the commencement of a tender offer.

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Check the box if any part of the fee is offset as provided by Rule 0-11(a)(2) and identify the filing with which the offsetting fee was previously paid. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

Amount Previously Paid:	N/A	Filing Party:	N/A
Form of Registration No.:	N/A	Date Filed:	N/A

Check the box if the filing relates solely to preliminary communications made before the commencement of the tender offer. Check the appropriate boxes below to designate any transactions to which the statement relates:

third party tender offer subject to Rule 14d-1

issuer tender offer subject to Rule 13e-4

going private transaction subject to Rule 13e-3

amendment to Schedule 13D under Rule 13d-2

Check the following box if the filing is a final amendment reporting the results of the tender offer:

Presentation to Moldflow Corporation Employees made on May 2, 2008

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2007 Autodesk  
Switch Integration Presentation  
Robert Buzz  
Kross, Senior Vice President, Manufacturing Solutions Division  
Margaret McMillian, Senior Director, Human Resources

©  
2007 Autodesk  
The tender offer for the outstanding common stock of Moldflow  
Corporation  
has  
not  
yet

commenced.

This presentation is for informational purposes only and is not an offer to buy or the solicitation of an offer to sell any securities.

The solicitation and the offer

to buy shares of Moldflow common stock will

be made only pursuant to an offer to purchase and related materials that Buyer intends to file with the SEC on Schedule TO.

Moldflow also intends to file a solicitation/recommendation statement on Schedule 14D-9 with respect to the offer.

Moldflow stockholders and other investors should read these materials carefully because they contain important information,

including the

terms and conditions

of the offer.

Moldflow stockholders and other investors will be able to obtain copies of these materials without charge from the SEC through the SEC's website

at [www.sec.gov](http://www.sec.gov)

from Buyer (with respect to documents

filed  
by  
Buyer  
with  
the  
SEC),  
or  
from  
Moldflow  
(with  
respect  
to  
documents  
filed by Moldflow  
with the SEC).  
Stockholders and other investors  
are urged to read carefully those materials prior to making any  
decisions with respect to the offer.

Figures in Billions USD  
Strong Performance  
Image created in 3D Studio Max

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Produce



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What people say about Autodesk  
Collegial  
Relationship-based  
Non-hierarchal

Respectful  
Bright  
Informal

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Company Values  
We  
produce  
the  
best

QUALITY

products  
and  
services.

We're committed to one another and our customers, partners and vendors because they're integral parts of our business.

We

are

FAST

and

FLEXIBLE

in

doing

business

and

practice

RISK-

TAKING

to make the company more profitable.

We are direct, clear and ethical in our communications and actions. We

speak with **HONESTY**

and courage.

We're

ACCOUNTABLE

for

our

words

and

actions

and

strive

to

build a

challenging work environment that rewards **TEAMWORK.**

We **RESPECT**

individuality both inside and outside the corporation

honoring diverse lifestyles and work styles.

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vision of our future  
Redefine design  
help customers realize their ideas

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Create  
and  
maintain  
world-class  
policies, processes and systems  
Synchronize product readiness with market readiness  
Manage our products  
lifecycles to maximize growth and  
profitability

