

August 6, 2007

Dear Autodesk/Skymatter Customer,

We are pleased to inform you that Autodesk and Skymatter have signed a definitive agreement for Autodesk to acquire substantially all the assets of Skymatter. This acquisition is intended to enable us to offer you more complete workflows for film, television, games and design pipelines.

Skymatter is a New Zealand-based company that develops the Mudbox 3D brush-based modeling software. Autodesk Media & Entertainment develops the world-renowned Autodesk 3ds Max and Autodesk Maya 3D modeling, animation and rendering software products, as well as leading visual effects, editing/finishing and digital color grading solutions. Autodesk Media & Entertainment products are used in the film, television and game development markets, as well as for architecture, automotive and industrial design.

Mudbox is a production-proven product that has been adopted by leading visual effects, game development and design companies. It is often used as a complementary product to 3ds Max and Maya. Its brush-based modeling workflow is simple and fast, offering 3D artists an additional suite of tools for modeling, prototyping and detailing.

Autodesk and Skymatter recognize the need for more integrated technology workflows and increasingly advanced digital characters and models. Our priority will be to evolve the Mudbox technology and achieve greater interoperability between the Mudbox toolset and 3ds Max and Maya.

The founders of Skymatter are seasoned digital artists and designers who will join Autodesk Media & Entertainment. By combining Skymatter's technology and talents with Autodesk, we intend to deliver solutions that further address your needs.

We expect the acquisition to close in the next two months. Until that time, Autodesk and Skymatter will continue operating as independent companies. We do not anticipate any changes with respect to planned product releases for either company. Please continue using your existing contacts for sales, services and support. We will update you on the progress of this acquisition, both directly and online at [www.autodesk.com/mudbox](http://www.autodesk.com/mudbox).

On behalf of Autodesk and Skymatter, we thank you for your partnership and reiterate our commitment to your business.

Sincerely,



Marc Petit  
SVP, Autodesk Media & Entertainment



Tibor Madjar  
Skymatter Co-founder