

INTUIT INC

Form 4

August 27, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
STANSBURY HENRY TAYLOE

(Last) (First) (Middle)

C/O INTUIT INC., 2700 COAST
AVENUE

(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

INTUIT INC [INTU]

3. Date of Earliest Transaction
(Month/Day/Year)

08/25/2014

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)

SVP, Chief Technology Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	08/25/2014		M		9,121	A	\$ 63.11	12,221	D
Common Stock	08/25/2014		S		9,121	D	\$ 83.11	3,100	D
Common Stock	08/25/2014		M		3,921	A	\$ 56.52	7,021	D
Common Stock	08/25/2014		S		3,921	D	\$ 82.586	3,100	D
Common Stock	08/25/2014		M		3,009	A	\$ 47.79	6,109	D

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Common Stock	08/25/2014	S	3,009	D	\$ 82.6	3,100	D
Common Stock	08/25/2014	S	2,745	D	\$ 82.665	355	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 63.11	08/25/2014		M		9,121		<u>(1)</u>	07/23/2020	Common Stock	9,121
Non-Qualified Stock Option (right to buy)	\$ 56.52	08/25/2014		M		3,921		<u>(2)</u>	07/24/2019	Common Stock	3,921
Non-Qualified Stock Option (right to buy)	\$ 47.79	08/25/2014		M		3,009		07/20/2014	07/19/2018	Common Stock	3,009

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
STANSBURY HENRY TAYLOE C/O INTUIT INC. 2700 COAST AVENUE MOUNTAIN VIEW, CA 94043	SVP, Chief Technology Officer

Signatures

/s/ Elizabeth McBride, by
power-of-attorney

08/27/2014

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The option became exercisable with respect to 33 1/3% of the entire number of shares subject to it on 7/24/2014. Thereafter, 2.778% of the shares subject to this stock option vest monthly, such that the option is fully vested on 7/24/2016.
- (2) The option became exercisable with respect to 33 1/3% of the entire number of shares subject to it on 7/25/2013. Thereafter, 2.778% of the shares subject to this stock option vest monthly, such that the option is fully vested on 7/25/2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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