

INTUIT INC
Form 4
September 06, 2016

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SMITH BRAD D

(Last) (First) (Middle)

C/O INTUIT INC., 2700 COAST AVE

(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)
09/01/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, CEO & President

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	09/01/2016		M		38,566 A \$ 0	D	
Common Stock	09/01/2016		M		23,100 A \$ 0	D	
Common Stock	09/01/2016		M		23,940 A \$ 0	D	
Common Stock	09/01/2016		M		77,982 A \$ 0	D	
Common Stock	09/01/2016		F		85,362 D \$ 112.34	D	

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Common Stock	09/02/2016	G	V	4,470	D	\$ 0	212,748	D
Common Stock	09/06/2016	G	V	4,460	D	\$ 0	208,288	D

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

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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 Underlying (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Restricted Stock Unit (performance-based vesting)	(1)	09/01/2016		M	23,100 (2)	09/01/2016(3)	(4)	Common Stock
Restricted Stock Unit (performance-based vesting)	(1)	09/01/2016		M	38,566 (5)	09/01/2016(3)	(4)	Common Stock
Restricted Stock Unit (performance-based vesting)	(1)	09/01/2016		M	23,940 (6)	09/01/2016(3)	(4)	Common Stock
Restricted Stock Unit (performance-based vesting)	(1)	09/01/2016		M	77,982 (7)	09/01/2016(3)	(4)	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

SMITH BRAD D
C/O INTUIT INC.
2700 COAST AVE
MOUNTAIN VIEW, CA 94043

X

Chairman, CEO & President

Signatures

/s/ Benjamin Schwartz, by
power-of-attorney

09/06/2016

__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) 1-for-1
- (2) Represents the second and final vesting tranche pursuant to the Restricted Stock Unit (performance-based vesting) grant related to achievement of certain pre-established 3-year operating goals awarded 7/20/2011.
- (3) Represents vesting date for restricted stock units.
- (4) Restricted stock units have no expiration date; they either vest or are canceled prior to vesting date.
- (5) Represents the second and final vesting tranche pursuant to the Restricted Stock Unit (performance-based vesting) grant related to achievement of certain total shareholder return objectives awarded 7/20/2011.
- (6) Represents the vested units pursuant to a Restricted Stock Unit (performance-based vesting) grant related to achievement of certain pre-established 3-year operating goals; the balance of the granted units were canceled.
- (7) Represents the vested units pursuant to a Restricted Stock Unit (performance-based vesting) grant related to achievement of certain total shareholder return objectives; the balance of the granted units were canceled.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.