INTUIT INC Form 4 August 18, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Ad STANSBUR		_	2. Issuer Name and Ticker or Trading Symbol INTUIT INC [INTU]	5. Relationship of Reporting Person(s) to Issuer		
				(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
			(Month/Day/Year)	Director 10% Owner		
C/O INTUIT INC., 2700 COAST			08/16/2016	X Officer (give title Other (specify below)		
AVENUE				EVP & Chief Technology Officer		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
				X Form filed by One Reporting Person		
MOUNTAIN VIEW, CA 94043				Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Ac	quired, Disposed of, or Beneficially Owner		

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	rities Acqu	ired, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	(Instr. 3,	sposed 4 and (A) or	d of (D)	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)
Common Stock	08/16/2016		Code V M	Amount 649	(D)	\$ 0	6,606	D	
Common Stock	08/16/2016		M	649	A	\$0	7,255	D	
Common Stock	08/16/2016		F	669	D	\$ 112.47	6,586	D	

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

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number.

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. Transacti Code (Instr. 8)	onof Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shares
Restricted Stock Unit (MSPP Purchased Award)	(1)	08/16/2016		M	649	08/16/2016 <u>(2)</u>	08/16/2016 <u>(3)</u>	Common Stock	649
Restricted Stock Unit (MSPP Matching Award)	Ш	08/16/2016		M	649	08/16/2016 <u>(4)</u>	<u>(5)</u>	Common Stock	649

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

EVP & Chief Technology Officer

Signatures

/s/ Benjamin Schwartz, by

power-of-attorney 08/18/2016

**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

Reporting Owners 2

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- (2) Represents settlement date for Restricted Stock Units (MSPP Purchased Award).
- (3) Represents settlement date for Restricted Stock Units (MSPP Purchased Award); these securities do not expire.
- (4) Represents vesting and settlement date for Restricted Stock Units (MSPP Matching Award).
- (5) No expiration date for Restricted Stock Units (MSPP Matching Award); these securities either vest and settle or are canceled prior to vesting date.

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.