

Goodarzi Sasan K
Form 4
November 26, 2018

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 *
Goodarzi Sasan K

(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)

11/21/2018

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 ____ Other (specify
below) below)

EVP, GM SBSEG

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)
Common Stock	11/21/2018		M ⁽¹⁾	53,000 A	\$ 63.11 90,837	D	
Common Stock	11/21/2018		S ⁽¹⁾	12,058 D	\$ 195.0381 78,779	D	
Common Stock	11/21/2018		S ⁽¹⁾	12,895 D	\$ 195.9699 65,884	D	
Common Stock	11/21/2018		S ⁽¹⁾	17,030 D	\$ 197.1213 48,854	D	

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Common Stock	11/21/2018	<u>S⁽¹⁾</u>	6,617	D	\$ <u>197.876⁽⁵⁾</u>	42,237	D
Common Stock	11/21/2018	<u>S⁽¹⁾</u>	3,900	D	\$ <u>199.1944⁽⁶⁾</u>	38,337	D
Common Stock	11/21/2018	<u>S⁽¹⁾</u>	500	D	\$ <u>199.782⁽⁷⁾</u>	37,837	D
Common Stock	11/21/2018	<u>M⁽¹⁾</u>	23,526	A	\$ 56.52	61,363	D
Common Stock	11/21/2018	<u>S⁽¹⁾</u>	4,723	D	\$ <u>194.988⁽⁸⁾</u>	56,640	D
Common Stock	11/21/2018	<u>S⁽¹⁾</u>	4,850	D	\$ <u>196.0471⁽⁹⁾</u>	51,790	D
Common Stock	11/21/2018	<u>S⁽¹⁾</u>	8,023	D	\$ <u>197.0708⁽¹⁰⁾</u>	43,767	D
Common Stock	11/21/2018	<u>S⁽¹⁾</u>	3,920	D	\$ <u>197.8796⁽¹¹⁾</u>	39,847	D
Common Stock	11/21/2018	<u>S⁽¹⁾</u>	1,810	D	\$ <u>199.1909⁽¹²⁾</u>	38,037	D
Common Stock	11/21/2018	<u>S⁽¹⁾</u>	200	D	\$ <u>199.76⁽¹³⁾</u>	37,837	D
Common Stock	11/21/2018	<u>S⁽¹⁾</u>	2,809	D	\$ <u>196.1926⁽¹⁴⁾</u>	35,028	D
Common Stock	11/21/2018	<u>S⁽¹⁾</u>	3,800	D	\$ <u>197.2132⁽¹⁵⁾</u>	31,228	D
Common Stock	11/21/2018	<u>S⁽¹⁾</u>	1,900	D	\$ <u>198.07⁽¹⁶⁾</u>	29,328	D
Common Stock	11/21/2018	<u>S⁽¹⁾</u>	800	D	\$ <u>199.4906⁽¹⁷⁾</u>	28,528	D

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

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(9-02)

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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 Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 63.11	11/21/2018		M ⁽¹⁾	53,000	07/24/2016 ⁽¹⁸⁾	07/23/2020	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 56.52	11/21/2018		M ⁽¹⁾	23,526	07/25/2015 ⁽¹⁸⁾	07/24/2019	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Goodarzi Sasan K C/O INTUIT INC. 2700 COAST AVENUE MOUNTAIN VIEW, CA 94043			EVP, GM SBSEG	

Signatures

/s/ Tyler Cozzens, by power-of attorney

11/26/2018

____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) Transaction effected pursuant to a 10b5-1 trading plan adopted by the reporting person in September 2018.
This transaction was executed in multiple trades ranging from \$194.48 to \$195.47. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (3) This transaction was executed in multiple trades ranging from \$195.49 to \$196.45. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (4) This transaction was executed in multiple trades ranging from \$196.62 to \$197.59. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

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- (5) This transaction was executed in multiple trades ranging from \$197.63 to \$198.60. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (6) This transaction was executed in multiple trades ranging from \$198.67 to \$199.66. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (7) This transaction was executed in multiple trades ranging from \$199.67 to \$200. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (8) This transaction was executed in multiple trades ranging from \$194.39 to \$195.37. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (9) This transaction was executed in multiple trades ranging from \$195.56 to \$196.49. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (10) This transaction was executed in multiple trades ranging from \$196.63 to \$197.58. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (11) This transaction was executed in multiple trades ranging from \$197.63 to \$198.46. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (12) This transaction was executed in multiple trades ranging from \$198.67 to \$199.66. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (13) This transaction was executed in multiple trades ranging from \$199.73 to \$199.79. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (14) This transaction was executed in multiple trades ranging from \$195.71 to \$196.69. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (15) This transaction was executed in multiple trades ranging from \$196.73 to \$197.70. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (16) This transaction was executed in multiple trades ranging from \$197.73 to \$198.69. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (17) This transaction was executed in multiple trades ranging from \$198.90 to \$199.79. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (18) Represents the final vesting date for all stock options granted under this award.

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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