

INTUIT INC

Form 4

September 06, 2016

**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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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FENNELL LAURA A

(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  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_\_ Other (specify  
below) below)  
EVP, Gen. Counsel & Corp Sec.

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                    | 09/01/2016                           |                                                    | M                              |                                                                   | 6,720  | A          | \$ 0                                                                                          | 13,294                                                   | D                                                     |
| Common Stock                    | 09/01/2016                           |                                                    | M                              |                                                                   | 22,190 | A          | \$ 0                                                                                          | 35,484                                                   | D                                                     |
| Common Stock                    | 09/01/2016                           |                                                    | F                              |                                                                   | 15,086 | D          | \$ 112.34                                                                                     | 20,398                                                   | D                                                     |

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
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SEC 1474  
(9-02)

number.

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

| 1. Title of Derivative Security<br>(Instr. 3)        | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 7. Title and Underlying<br>(Instr. 3 and 4) |              |
|------------------------------------------------------|--------------------------------------------------------|-----------------------------------------|-------------------------------------------------------|-----------------------------------|--------------------------------------------------------------------------------------------|-------------------------------------------------------------|---------------------------------------------|--------------|
|                                                      |                                                        |                                         |                                                       | Code                              | V (A) (D)                                                                                  | Date Exercisable                                            | Expiration Date                             | Title        |
| Restricted Stock Unit<br>(performance-based vesting) | <u>(1)</u>                                             | 09/01/2016                              |                                                       | M                                 | 6,720<br><u>(2)</u>                                                                        | 09/01/2016 <sup>(3)</sup>                                   | <u>(4)</u>                                  | Common Stock |
| Restricted Stock Unit<br>(performance-based vesting) | <u>(1)</u>                                             | 09/01/2016                              |                                                       | M                                 | 22,190<br><u>(5)</u>                                                                       | 09/01/2016 <sup>(3)</sup>                                   | <u>(4)</u>                                  | Common Stock |

## Reporting Owners

| Reporting Owner Name / Address                                                  | Relationships                    |
|---------------------------------------------------------------------------------|----------------------------------|
|                                                                                 | Director 10% Owner Officer Other |
| FENNELL LAURA A<br>C/O INTUIT INC.<br>2700 COAST AVE<br>MOUNTAIN VIEW, CA 94043 | EVP, Gen. Counsel & Corp Sec.    |

## 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 vested units pursuant to the 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.

(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.

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- (5) Represents the vested units pursuant to the 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.

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