

INTUIT INC
Form 4
July 28, 2006

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
IHRIE RICHARD WILLIAM

(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)
07/26/2006

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)
SVP and CTO

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				(A) or (D)	6,784 ⁽¹⁾	D	
Common Stock					400	I	shares held by Reporting Person's daughter

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

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information contained in this form are not
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SEC 1474
(9-02)

displays a currently valid OMB control 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. 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 of Underlying Shares
Employee Non-Qualified Stock Option (right to buy)	\$ 31.29	07/26/2006		A		36,000		<u>(2)</u>	07/25/2013	Common Stock	36,000
Matching Unit Stock Bonus Award	<u>(4)</u>							06/13/2007	<u>(5)</u>	Common Stock	4,000
Matching Unit Stock Bonus Award	<u>(4)</u>							09/15/2007	<u>(5)</u>	Common Stock	5,000
Matching Unit Stock Bonus Award	<u>(4)</u>							03/15/2008	<u>(5)</u>	Common Stock	5,000
Matching Unit Stock Bonus Award	<u>(4)</u>							06/15/2008	<u>(5)</u>	Common Stock	5,000
Matching Unit Stock Bonus Award	<u>(4)</u>							09/15/2008	<u>(5)</u>	Common Stock	5,000
Executive Stock Ownership Program Matching Unit <u>(6)</u>	<u>(4)</u>							03/15/2009	<u>(7)</u>	Common Stock	5,000
Executive Stock Ownership Program Matching Unit <u>(6)</u>	<u>(4)</u>							06/15/2009	<u>(7)</u>	Common Stock	5,000

Executive Stock Ownership Program Matching Unit <u>(6)</u>	<u>(4)</u>	03/15/2010	<u>(7)</u>	Common Stock	
Executive Stock Ownership Program Matching Unit <u>(6)</u>	<u>(4)</u>	06/15/2010	<u>(7)</u>	Common Stock	
Employee Non-Qualified Stock Option (right to buy)	\$ 23.8438	11/27/2004	11/27/2010	Common Stock	20
Employee Non-Qualified Stock Option (right to buy)	\$ 21.99	07/31/2005	07/31/2009	Common Stock	75
Employee Non-Qualified Stock Option (right to buy)	\$ 22.16	09/25/2005	09/25/2009	Common Stock	75
Employee Non-Qualified Stock Option (right to buy)	\$ 21.135	<u>(8)</u>	07/30/2010	Common Stock	10
Employee Non-Qualified Stock Option (right to buy)	\$ 18.72	<u>(9)</u>	07/29/2011	Common Stock	12
Employee Non-Qualified Stock Option (right to buy)	\$ 24	<u>(10)</u>	07/28/2012	Common Stock	80

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
IHRIE RICHARD WILLIAM C/O INTUIT INC. 2700 COAST AVENUE MOUNTAIN VIEW, CA 94043			SVP and CTO	

Signatures

/s/ CHRISTINA HALL, UNDER A CONFIRMING
STATEMENT

07/28/2006

__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) Includes 256 and 213 shares acquired through the Intuit Inc. 1996 Employee Stock Purchase Plan on 3/15/06 and 6/15/06 respectively, and 3,392 shares issued in connection with a 2-for-1 stock split on 7/6/2006.
- (2) 33 1/3% of the options vest on the first anniversary of the grant date; the remaining options vest 2.778% for each of the following 24 months such that the option is fully vested on the third anniversary of the grant date.
- (3) Reporting person was awarded the options in connection with his employment.
- (4) 1-for-1
- (5) Reporting person may elect to defer issuance of security under Matching Unit Stock Bonus Award to a date not later than the first day of the fiscal year following termination of employment with the issuer.
- (6) Restricted Stock Unit
- (7) Reporting person may elect to defer issuance of security under Restricted Stock Unit to a date not later than the first day of the fiscal year following termination of employment with the issuer.
- (8) 33 1/3% of the options vested on 7/30/2004; the remaining options vest 2.778% for each of the following 24 months such that the option is fully vested on 7/30/2006.
- (9) 33 1/3% of the options vested on 7/30/2005; the remaining options vest 2.778% for each of the following 24 months such that the option is fully vested on 7/30/2007.
- (10) 33 1/3% of the options vest on 7/29/2006; the remaining options vest 2.778% for each of the following 24 months such that the option is fully vested on 7/29/2008.

Remarks:

Remarks: The numbers of non-derivative and derivative securities beneficially owned by the reporting person have been adjusted.

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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