

INTUIT INC

Form 4

August 02, 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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SCLAVOS STRATTON D

(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)

08/01/2006

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)

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------------|---|---|---|--|--|--|---|
| Common Stock | | | | (A) or (D) | 6,000 (1) | I | By Trust |

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
displays a currently valid OMB control
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SEC 1474
(9-02)

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

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| 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 Underlying Security (Instr. 3 and 4) | | | |
|--|--|---|---|--------------------------------------|--|--|-----|--|--------------------|-----------------|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Non-Qualified Stock Option (right to buy) ⁽²⁾ | \$ 29.92 | 08/01/2006 | | A | 22,500 | | | ⁽³⁾ | 07/31/2013 | Common Stock | 22,500 |
| Non-Employee Director Stock Option (right to buy) | \$ 17.135 | | | | | | | 08/01/2005 | 08/01/2011 | Common Stock | 84,000 |
| Non-Employee Director Stock Option (right to buy) | \$ 20.52 | | | | | | | 08/01/2004 | 08/01/2012 | Common Stock | 42,000 |
| Non-Employee Director Stock Option (right to buy) | \$ 24.12 | | | | | | | 12/12/2003 | 12/12/2012 | Common Stock | 10,000 |
| Non-Employee Director Stock Option (right to buy) | \$ 21.43 | | | | | | | 08/01/2005 | 08/01/2013 | Common Stock | 30,000 |
| Non-Employee Director Stock Option (right to buy) | \$ 26.0785 | | | | | | | 12/12/2004 | 12/12/2013 | Common Stock | 10,000 |
| Non-Employee Director Stock Option (right to buy) | \$ 18.72 | | | | | | | 08/01/2006 | 07/31/2014 | Common Stock | 30,000 |
| Non-Qualified Stock Option (right to buy) | \$ 21.7 | | | | | | | 12/12/2005 | 12/12/2011 | Common Stock | 10,000 |
| Non-Employee Director Stock Option (right to buy) | \$ 23.9 | | | | | | | ⁽⁵⁾ | 07/31/2012 | Common Stock | 30,000 |
| | \$ 27.7 | | | | | | | ⁽⁶⁾ | 12/12/2012 | | 10,000 |

Non-Qualified
Stock Option
(right to buy)

Common
Stock

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|---|--|
| | Director 10% Owner Officer Other |
| SCLAVOS STRATTON D C/O INTUIT INC. 2700 COAST AVENUE MOUNTAIN VIEW, CA 94043 | X |

Signatures

/s/ TYLER R. COZZENS, UNDER A CONFIRMING
STATEMENT

08/02/2006

__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 3,000 shares issued in connection with a 2-for-1 stock split on 7/6/2006.
- (2) Automatic grant to Non-Employee Director.
- (3) 50% of the options vest on August 1, 2007; thereafter 4.1666% of the options vest on each of the following 12 monthly anniversaries such that the award is fully vested on August 1, 2008.
- (4) Reporting person was awarded the options in connection with his service as a non-employee director.
- (5) 50% of the options vest on August 1, 2006; thereafter 4.1666% of the options vest on each of the following 12 monthly anniversaries such that the award is fully vested on August 1, 2007.
- (6) Award vests as to 8.333% of the options monthly following the date of the grant such that the options are fully vested on the one year anniversary of the date of grant.

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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