INTUIT INC Form 4 November 22, 2016

FORM 4

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

OMB APPROVAL

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January 31, 2005

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Expires:

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue.

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

SECURITIES

See Instruction

1(b).

(Print or Type Responses)

1. Name and Add STANSBURY	^	_	2. Issuer Name and Ticker or Trading Symbol INTUIT INC [INTU]	5. Relationship of Reporting Person(s) to Issuer	
(Last)	(First) (Middle) 3. Date of Earliest Tran	3. Date of Earliest Transaction	(Check all applicable)		
C/O INTUIT AVENUE	INC., 2700 (COAST	(Month/Day/Year) 11/21/2016	Director 10% Owner Superior Other (specify below) Below) EVP & Chief Technology Officer	
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check	
MOUNTAIN	VIEW, CA	94043	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person	

(City)	(State)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Transactionor Disposed of (D) Code (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	11/21/2016		Code V M(1)	Amount 26,189	(D)	Price \$ 82.59	,	D	
Common Stock	11/21/2016		S <u>(1)</u>	26,189	D	\$ 115.59	670	D	

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

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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. Transactio Code (Instr. 8)	5. Number of on 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 Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Option (right to buy)	\$ 82.59	11/21/2016		M <u>(1)</u>	26,189	(2)	07/23/2021	Common Stock	26,

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/ Kerry McLean, by power-of-attorney

11/22/2016

**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) Transaction effected pursuant to a 10b5-1 trading plan adopted by the reporting person in September 2016.
- One third of the 67,350 options granted under this award vested on 7/24/2015; thereafter, 2.778% of the options vest monthly such that the award is fully vested on 7/24/2017.

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.

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