INTUIT INC Form 4 June 27, 2016

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Ad STANSBUR	•	_	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
<i>a</i>	(F' 1)	OC 111	INTUIT INC [INTU]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
			(Month/Day/Year)	Director 10% Owner			
C/O INTUIT INC., 2700 COAST AVENUE			06/24/2016	_X_ Officer (give title Other (specify below) EVP, Chief Technology Officer			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Chec			
MOUNTAIN	Filed(Month/Day/Year) MOUNTAIN VIEW, CA 94043			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zin)					

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	ities Acqui	ired, Disposed of,	or Beneficiall	y 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)	(Instr. 3,	sposed 4 and (A) or	d of (D) 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	06/24/2016		Code V $M_{\underline{(1)}}$	Amount 917	(D) A	Price \$ 63.11	1,587 (2)	D	
Common Stock	06/24/2016		M(1)	1,870	A	\$ 82.59	3,457	D	
Common Stock	06/24/2016		S <u>(1)</u>	2,787	D	\$ 103.86	670	D	

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

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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. Transactic Code (Instr. 8)	5. Number 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 Shar
Non-Qualified Stock Option (right to buy)	\$ 63.11	06/24/2016		M(1)	917	06/24/2016	07/23/2020	Common Stock	91
Non-Qualified Stock Option (right to buy)	\$ 82.59	06/24/2016		M <u>(1)</u>	1,870	(3)	07/23/2021	Common Stock	1,8

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 06/27/2016

**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 on 9/28/2015.
- (2) Includes 80 shares acquired by the reporting person through the Intuit Inc. Employee Stock Purchase Plan on 6/15/2016.
- One third of the 67.350 options grnated under this award vested on 7/24/2015; thereafter, 2.778% of the options vest monthly such that the options are 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.

Reporting Owners 2

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