

Edgar Filing: INTUIT INC - Form SC 13G/A

INTUIT INC
Form SC 13G/A
February 12, 2002

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G/A

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 6) *

INTUIT INC.

(NAME OF ISSUER)

COMMON STOCK

(TITLE OF CLASS OF SECURITIES)

461202-10-3

(CUSIP NUMBER)

DECEMBER 31, 2001

(DATE OF EVENT WHICH REQUIRES FILING
OF THIS STATEMENT)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)
(Page 1 of 10 Pages)

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CUSIP NO. 461202-10-3

13G/A No. 6

Page 2 of 10

1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

SCOTT D. COOK

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
USA

NUMBER OF SHARES BENEFICIALLY OWNED BY REPORTING PERSON WITH	5	SOLE VOTING POWER 0
	6	SHARED VOTING POWER 17,762,172
	7	SOLE DISPOSITIVE POWER 0
	8	SHARED DISPOSITIVE POWER 17,762,172

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
17,762,172

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
8.4%

12 TYPE OF REPORTING PERSON
IN

CUSIP NO. 461202-10-3

13G/A No. 6

Page 3 of 10

1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

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HELEN SIGNE OSTBY

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
USA

NUMBER OF SHARES BENEFICIALLY OWNED BY REPORTING PERSON WITH	5	SOLE VOTING POWER 0
	6	SHARED VOTING POWER 17,762,172
	7	SOLE DISPOSITIVE POWER 0
	8	SHARED DISPOSITIVE POWER 17,762,172

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
17,762,172

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
8.4%

12 TYPE OF REPORTING PERSON
IN

CUSIP NO. 461202-10-3

13G/A No. 6

Page 4 of 10

1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

THE SCOTT D. COOK & HELEN SIGNE OSTBY 1993 GRANTOR RETAINED ANNUITY TRUST UTA DTD 2/26/93 SCOTT D. COOK AND HELEN SIGNE OSTBY, CO-TRUSTEES

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a)
(b)

3 SEC USE ONLY

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4 CITIZENSHIP OR PLACE OF ORGANIZATION
 CALIFORNIA

NUMBER OF SHARES	5	SOLE VOTING POWER
		0
BENEFICIALLY OWNED BY REPORTING PERSON WITH	6	SHARED VOTING POWER
		444,508
	7	SOLE DISPOSITIVE POWER
		0
	8	SHARED DISPOSITIVE POWER
		444,508

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 444,508

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES
 []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
 0.21%

12 TYPE OF REPORTING PERSON
 OO

CUSIP NO. 461202-10-3 13G/A No. 6 Page 5 of 10

1 NAME OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

THE SCOTT D. COOK & HELEN SIGNE OSTBY 1993 FAMILY TRUST UTA DTD
12/30/93 SCOTT D. COOK AND HELEN SIGNE OSTBY, CO-TRUSTEES

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
 (a) []
 (b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 FAMILY TRUST

NUMBER OF SHARES	5	SOLE VOTING POWER
		0
BENEFICIALLY OWNED BY REPORTING	6	SHARED VOTING POWER
		16,505,991

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PERSON WITH 7 SOLE DISPOSITIVE POWER 0

8 SHARED DISPOSITIVE POWER 16,505,991

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 16,505,991

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 7.68%

12 TYPE OF REPORTING PERSON OO

CUSIP NO. 461202-10-3

13G/A No. 6

Page 6 of 10

1 NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

THE SCOTT D. COOK & HELEN SIGNE OSTBY 1994 CHARITABLE TRUST UTA DTD 12/30/94 SCOTT D. COOK AND HELEN SIGNE OSTBY, CO-TRUSTEES

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION CALIFORNIA

NUMBER OF SHARES BENEFICIALLY OWNED BY REPORTING PERSON WITH 5 SOLE VOTING POWER 0

6 SHARED VOTING POWER 21,934

7 SOLE DISPOSITIVE POWER 0

8 SHARED DISPOSITIVE POWER 21,934

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 21,934

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES []

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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
0.01%

12 TYPE OF REPORTING PERSON
OO

CUSIP NO. 461202-10-3

13G/A No. 6

Page 7 of 10

ITEM 1(a). NAME OF ISSUER:

Intuit Inc.

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

2535 Garcia Avenue
Mountain View, CA 94043

ITEM 2(a). NAME OF PERSON FILING:

(i) Scott D. Cook

(ii) Helen Signe Ostby

(iii) The Scott D. Cook & Helen Signe Ostby 1993 Grantor
Retained Annuity Trust UTA 2/26/93 (the "1993 GRAT")

(iv) The Scott D. Cook & Helen Signe Ostby 1993 Family Trust
UTA DTD 12/30/93 Scott D. Cook and Helen Signe Ostby,
Co-Trustees (the "Family Trust")

(v) The Scott D. Cook & Helen Signe Ostby 1994 Charitable
Trust UTA DTD 12/30/94 (the "1994 Charitable Trust")

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

For all filing persons:
2535 Garcia Avenue,
Mountain View, California 94043

ITEM 2(c). PLACE OF ORGANIZATION OR CITIZENSHIP:

Scott D. Cook and Helen Signe Ostby are U.S. citizens. Each of
the trust identified in Item 2(a) is organized under the laws of
the State of California.

ITEM 2(d). TITLE OF CLASS OF SECURITIES:

Common Stock, par value \$.01 per share

ITEM 2(e). CUSIP NUMBER:

461202-10-3

ITEM 3. NOT APPLICABLE

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CUSIP NO. 461202-10-3

13G/A No. 6

Page 8 of 10

ITEM 4. OWNERSHIP:

(a) Amount beneficially owned:

As of December 31, 2001, the 1993 GRAT held 444,508 shares of Common Stock; the Family Trust held 16,505,991 shares of Common Stock; and the 1994 Charitable Trust held 21,934 shares of Common Stock. All shares of Common Stock held by the trusts (an aggregate of 16,972,433 shares) may be deemed to be beneficially owned by Scott D. Cook and Helen Signe Ostby as co-trustees of each trust. The additional 789,739 shares reported by Scott D. Cook and Helen Signe Ostby represent shares issuable upon exercise of options held by Scott D. Cook that are exercisable within 60 days of December 31, 2001.

(b) Percent of class:	
Scott D. Cook	8.40%
Helen Signe Ostby	8.40%
1993 GRAT	0.21%
Family Trust	7.68%
1994 Charitable Trust	0.01%

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:
-0-

(ii) Shared power to vote or to direct the vote:
*see explanation below

(iii) Sole power to dispose of or to direct the disposition of:
-0-

(vi) Shared power to dispose of or to direct the disposition of:

*As co-trustees of the 1993 GRAT and the 1994 Charitable Trust, Mr. Cook and Ms. Ostby have shared voting and dispositive power with respect to the 466,442 shares of Common Stock held by such trusts. Mr. Cook and Ms. Ostby must act jointly to vote or dispose of these shares of Common Stock.

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CUSIP NO. 461202-10-3

13G/A No. 6

Page 9 of 10

*As co-trustees of the Family Trust, Mr. Cook and Ms. Ostby have shared voting and dispositive power with respect to the 16,505,991 shares of Common Stock held by such trust. Either Mr. Cook or Ms. Ostby, acting alone, may vote or dispose of these shares of Common Stock.

*Mr. Cook and Ms. Ostby are expected to have shared voting and dispositive power with respect to the 789,739 shares of Common Stock issuable upon exercise of options held by Scott D. Cook that are exercisable within 60 days of December 31, 2001.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:

Not applicable

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

Not applicable

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:

Not applicable

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:

See Item 2. The filing persons are making a joint filing pursuant to Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended. The filing parties have executed an Agreement With Respect to Joint Filing of Schedule 13G, which was filed as Exhibit 1 to the parties' Amendment No. 1 to Schedule 13G filed on May 9, 1997.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP:

Not applicable

ITEM 10. CERTIFICATIONS:

Not applicable

CUSIP NO. 461202-10-3

13G/A No. 6

Page 10 of 10

SIGNATURE

After reasonable inquiry and to the best of our knowledge and belief, we certify

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that the information set forth in this statement is true, complete and correct.

Date: February 11, 2002

Intuit Inc.

/s/ Scott D. Cook

Scott D. Cook

On behalf of the following filing persons:

Scott D. Cook

Helen Signe Ostby

The Scott D. Cook & Helen Signe Ostby 1993 Grantor Retained Annuity Trust UTA
DTD 2/26/93

The Scott D. Cook & Helen Signe Ostby 1993 Family Trust UTA DTD 12/20/93

The Scott D. Cook & Helen Ostby 1994 Charitable Trust UTA DTD 12/30/94