INTUIT INC Form 4 July 05, 2017

FORM 4

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

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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OMB APPROVAL

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subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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if no longer

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

(Print or Type Responses)

| 1. Name and Address of Reporting Person * FLOURNOY MARK J | | | 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 Transaction | (Check all applicable) | | | |
| C/O INTUIT INC., 2700 COAST AVENUE (Street) MOUNTAIN VIEW, CA 94043 | | | (Month/Day/Year) 07/01/2017 | Director 10% Owner _X Officer (give title Other (specify below) VP, Chief Accounting Officer 6. Individual or Joint/Group Filing(Check | | | |
| | | | 4. If Amendment, Date Original | | | | |
| | | | Filed(Month/Day/Year) | 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 | rities Acqu | 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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) | | | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | Code V | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | (Instr. 4) | |
| Common Stock | 07/01/2017 | | M | 696 | A | \$0 | 851 <u>(1)</u> | D | |
| Common Stock | 07/01/2017 | | M | 569 | A | \$ 0 | 1,420 | D | |
| Common Stock | 07/01/2017 | | M | 1,236 | A | \$ 0 | 2,656 | D | |
| Common Stock | 07/01/2017 | | F | 941 | D | \$ 132.81 | 1,715 | D | |

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

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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)

| 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) | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|--|-------|-------|--|--------------------|---|--|
| | | | | Code V | and 5 | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Restricted Stock Unit | (2) | 07/01/2017 | | M | | 696 | 07/01/2017(3) | <u>(4)</u> | Common Stock | 696 |
| Restricted Stock Unit | (2) | 07/01/2017 | | M | | 569 | 07/01/2017(3) | <u>(4)</u> | Common Stock | 569 |
| Restricted Stock Unit | <u>(2)</u> | 07/01/2017 | | M | | 1,236 | 07/01/2017(3) | <u>(4)</u> | Common Stock | 1,236 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FLOURNOY MARK J C/O INTUIT INC. 2700 COAST AVENUE MOUNTAIN VIEW, CA 94043

VP, Chief Accounting Officer

Signatures

/s/ Kerry McLean, by power-of-attorney 07/05/2017

**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 the following shares acquired by the reporting person through the Intuit Inc. Employee Stock Purchase Plan: 76 shares on 3/15/17 and 79 shares on 6/15/17.

Reporting Owners 2

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- (2) 1-for-1
- (3) Represents vest date for Restricted Stock Units.
- (4) Restricted Stock Units do not expire; they either vest or are cancelled prior to vest date.

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