

SMITH BRAD D  
Form 4  
August 23, 2010

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SMITH BRAD 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)  
08/20/2010

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)

President, CEO and Director

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	08/23/2010		M <sup>(1)</sup>	40,000 A	\$ 18.72 41,758 <sup>(2)</sup>	D	
Common Stock	08/23/2010		M <sup>(1)</sup>	10,000 A	\$ 22.33 51,758	D	
Common Stock	08/23/2010		S <sup>(1)</sup>	49,400 D	\$ 42.9565 <sup>(3)</sup> 2,358	D	
Common Stock	08/23/2010		S <sup>(1)</sup>	600 D	\$ 43.51 <sup>(4)</sup> 1,758	D	
Common Stock					84,918	I	Held by Family

Trust

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

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(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. 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 Underlying Security (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Restricted Stock Unit (MSPP Purchased Award)	(5)	08/20/2010		P		3,201		(6)	(6)	Common Stock
Restricted Stock Unit (MSPP Matching Award)	(5)	08/20/2010		A		3,000		(7)	(7)	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 18.72	08/23/2010		M <sup>(1)</sup>		40,000		07/30/2007	07/30/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 22.33	08/23/2010		M <sup>(1)</sup>		10,000		05/05/2008	06/09/2012	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH BRAD D C/O INTUIT INC. 2700 COAST AVENUE MOUNTAIN VIEW, CA 94043	X		President, CEO and Director	

## Signatures

/s/ Christina Hall, under a Confirming  
Statement

08/23/2010

\_\_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) These transactions were effected pursuant to a 10b5-1 plan adopted by the reporting person.
- (2) Excludes 84,918 shares previously owned directly which were contributed to a family trust on August 17, 2010.  
This transaction was executed in multiple trades at prices ranging from \$42.50 to \$43.49. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (3) This transaction was executed in multiple trades at prices ranging from \$43.50 to \$43.56. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (4) 1-for-1
- (5) Restricted Stock Units (MSPP Purchased Award) are fully vested upon grant; however, settlement occurs upon the earlier of three years from grant date or termination of employment.
- (6) Restricted Stock Units (MSPP Matching Award) vest and settle three years from grant date and may terminate earlier in the event of termination of the reporting person's employment.
- (7) Reporting person was awarded the Restricted Stock Units (MSPP Matching Award) in connection with voluntary participation in a management stock purchase program (MSPP).
- (8)

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.