

INTUIT INC  
Form 4  
July 28, 2006

**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 \*  
FENNELL LAURA A

(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)  
07/26/2006

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)  
VP, General Counsel, Corp. Sec

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 Ownership (Instr. 4)
Common Stock				(A) or (D) Price	3,058 <sup>(1)</sup>	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)**

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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 Amount of Underlying Security (Instr. 3 and 4)	8. Amount of Shares			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Employee Non-Qualified Stock Option (right to buy)	\$ 31.29	07/26/2006		A		45,000		(2)	07/25/2013	Common Stock	45,
Employee Non-Qualified Stock Option (right to buy)	\$ 21.775							(4)	04/28/2011	Common Stock	100
Employee Non-Qualified Stock Option (right to buy)	\$ 24							(5)	07/28/2012	Common Stock	60,

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director    10% Owner    Officer    Other
FENNELL LAURA A C/O INTUIT INC. 2700 COAST AVENUE MOUNTAIN VIEW, CA 94043	VP, General Counsel, Corp. Sec

## Signatures

/s/ CHRISTINA HALL, UNDER A CONFIRMING STATEMENT	07/28/2006
**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 234 shares acquired on each of 9/15/04, 12/15/04, 3/15/05, and 6/15/05, and 216, 189 and 188 shares acquired on 9/15/05, 3/15/06 and 6/15/06, respectively, through the Intuit Inc. 1996 Employee Stock Purchase Plan and 1,529 shares issued in connection with a 2-for-1 split on 7/6/2006.
  - (2) 33 1/3% of the options vest on the first anniversary of the grant date; the remaining options vest 2.778% for each of the following 24 months such that the option is fully vested on the third anniversary of the grant date.
  - (3) Reporting person was awarded the options in connection with her employment.
  - (4)

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33 1/3% of the options vested on 4/28/2005; the remaining options vest 2.778% for each of the following 24 months such that the option is fully vested on 4/28/2007.

- (5) 33 1/3% of the options vest on 7/29/2006; the remaining options vest 2.778% for each of the following 24 months such that the option is fully vested on 7/29/2008.

### Remarks:

Remarks: The numbers of non-derivative and derivative securities beneficially owned by the reporting person have been adjusted.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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