

INTUIT INC
Form 4
February 20, 2007

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 *
POWELL DENNIS 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)
02/19/2007

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)

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 Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Num of S
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 30.96	02/19/2007	A	22,500					<u>(2)</u>	02/18/2014	Common Stock	22
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 30.96	02/19/2007	A	10,000					<u>(4)</u>	02/18/2014	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 22.62								<u>(5)</u>	02/19/2014	Common Stock	90
Non-Qualified Stock Option (right to buy)	\$ 22.62							02/19/2005	02/19/2014		Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 20.475							02/19/2007	02/19/2012		Common Stock	30
Non-Qualified Stock Option (right to buy)	\$ 20.475							02/19/2006	02/19/2012		Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 24.625								<u>(6)</u>	02/19/2013	Common Stock	30
Non-Qualified Stock Option (right to buy)	\$ 24.625							02/19/2007	02/19/2013		Common Stock	10

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
POWELL DENNIS D C/O INTUIT INC. 2700 COAST AVENUE MOUNTAIN VIEW, CA 94043		X		

Signatures

/s/ Tyler R. Cozzens, under a Confirming
Statement

02/20/2007

__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) Automatic grant to non-employee director.
 - (2) Option vests as to 50% of the option shares on the first anniversary of the grant date and thereafter at the rate of 4.1666% on 12 succeeding monthly anniversaries.
 - (3) Reporting person was awarded the option shares in connection with his service as a non-employee director.
 - (4) 8.333% of the option shares vest on the monthly anniversary of the grant date such that the option is fully vested on 2-19-2008.
 - (5) 67,500 option shares vested as of 2-19-07; 2.0833% of the option shares vest monthly such that the option is fully vested on 2-19-08.
 - (6) 15,000 option shares vested as of 2-19-07; 4.1666% of the option shares vest on 12 succeeding monthly anniversaries such that the option shares are fully vested on 2-19-08.

Remarks:

Remarks: The numbers of securities beneficially owned by the reporting person have been adjusted to reflect the 2-for-1 stock

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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