

STANSBURY HENRY TAYLOE
Form 4
May 31, 2018

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 *
STANSBURY HENRY TAYLOE

2. Issuer Name and Ticker or Trading Symbol
INTUIT INC [INTU]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O INTUIT INC., 2700 COAST AVENUE

3. Date of Earliest Transaction (Month/Day/Year)
05/29/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, Chief Technology Officer

(Street)
MOUNTAIN VIEW, CA 94043

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price | | |
| Common Stock | 05/29/2018 | | M ⁽¹⁾ | | 4,315 A \$ 113.19 | 5,334 | D |
| Common Stock | 05/29/2018 | | M ⁽¹⁾ | | 3,567 A \$ 107.25 | 8,901 | D |
| Common Stock | 05/29/2018 | | S ⁽¹⁾ | | 3,400 D \$ 195.5741 | 5,501 | D |
| Common Stock | 05/29/2018 | | S ⁽¹⁾ | | 2,606 D \$ 196.7261 | 2,895 | D |
| | 05/29/2018 | | S ⁽¹⁾ | | 1,876 D | 1,019 | D |

| | |
|--------|------------|
| Common | \$ |
| Stock | 197.8165 |
| | <u>(4)</u> |

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

SEC 1474
(9-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 Amount of Underlying Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | Code | V (A) (D) | | | | |
| Non-Qualified Stock Option (right to buy) | \$ 113.19 | 05/29/2018 | | <u>M</u> ⁽¹⁾ | 4,315 | <u>(5)</u> 07/20/2023 | Common Stock | 4,315 | |
| Non-Qualified Stock Option (right to buy) | \$ 107.25 | 05/29/2018 | | <u>S</u> ⁽¹⁾ | 3,567 | <u>(6)</u> 07/22/2022 | Common Stock | 3,567 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|---|---|
| | Director 10% Owner Officer Other |
| STANSBURY HENRY TAYLOE C/O INTUIT INC. 2700 COAST AVENUE MOUNTAIN VIEW, CA 94043 | EVP, Chief Technology Officer |

Signatures

| | |
|--|------------|
| /s/ Elizabeth McBride, by power-of-attorney | 05/31/2018 |
|--|------------|

**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) Transaction effected pursuant to a 10b5-1 trading plan adopted by the reporting person in December 2017.

This transaction was executed in multiple trades ranging from \$195.18 to \$196.04. 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 ranging from \$196.18 to \$197.16. 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) This transaction was executed in multiple trades ranging from \$197.28 to \$198.24. 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.

(5) One third of the 77,679 options granted on 7/21/2016 vested on 7/21/2017 and thereafter 2.778% of the options vest on each monthly anniversary of that first vesting date.

(6) One third of the 64,197 options granted on 7/23/2015 vested on 7/23/2016 and thereafter 2.778% of the options vest on each monthly anniversary of that first vesting date.

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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