| Financial Summary |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| (\$ millions), except per share data | Q1 FY08 | Q2 FY08 | Q3 FY08 | Q4 FY08 | FY08 | Q1 FY09 | Q2 FY09 | FY09 |
| Revenue: <br> Small Business |  |  |  |  |  |  |  |  |
| QuickBooks ${ }^{[1, \mathrm{~B}]}$ | \$142.9 | \$167.9 | \$162.4 | \$148.7 | \$621.8 | \$151.9 | \$164.1 | \$316.0 |
| \% change YOY | 8\% | 4\% | 5\% | 8\% | 6\% | 6\% | (2\%) | 2\% |
| Payroll \& Payments | \$131.3 | \$138.0 | \$142.1 | \$149.4 | \$560.8 | \$152.1 | \$157.9 | \$310.0 |
| \% change YOY | 5\% | 0\% | 14\% | 16\% | 9\% | 16\% | 14\% | 15\% |
| Total Small Business ${ }^{[1]}$ | \$274.2 | \$305.8 | \$304.5 | \$298.0 | \$1,182.6 | \$304.0 | \$322.0 | \$626.0 |
| $\%$ change YOY | 6\% | 2\% | 9\% | 12\% | 7\% | 11\% | 5\% | 8\% |
| Tax |  |  |  |  |  |  |  |  |
| Consumer Tax | \$13.3 | \$248.3 | \$656.9 | \$11.0 | \$929.4 | \$14.3 | \$187.3 | \$201.5 |
| \% change YOY | 18\% | 11\% | 16\% | -16\% | 14\% | 7\% | (25\%) | (23\%) |
| Accounting Professionals ${ }^{[8]}$ | \$18.4 | \$116.7 | \$172.6 | \$19.0 | \$326.7 | \$21.4 | \$133.1 | \$154.5 |
| $\%$ change YOY | 27\% | (15\%) | 20\% | 4\% | 4\% | 16\% | 14\% | 14\% |
| Financial Institutions | \$72.2 | \$72.3 | \$76.3 | \$77.7 | \$298.5 | \$74.7 | \$76.0 | \$150.7 |
| \% change YOY | Fav | Fav | Fav | 6\% | Fav | 3\% | 5\% | 4\% |
| Other Businesses ${ }^{(1)]}$ | \$66.8 | \$91.8 | \$102.7 | \$72.4 | \$333.8 | \$67.1 | \$72.6 | \$139.7 |
| \% change YOY | 10\% | 10\% | 19\% | 17\% | 14\% | 0\% | (21\%) | (12\%) |
| Total Revenue | \$444.9 | \$834.9 | \$1,313.0 | \$478.2 | \$3,071.0 | \$481.4 | \$791.0 | \$1,272.4 |
| \% change YOY | 27\% | 11\% | 15\% | 11\% | 15\% | 8\% | (5\%) | (1\%) |
| GAAP Operating Income (Loss) | (\$103.2) | \$173.6 | \$674.5 | (\$94.2) | \$650.8 | (\$76.0) | \$109.6 | \$33.5 |
| Non-GAAP Operating Income (Loss) ${ }^{[0]}$ | (\$55.7) | \$224.5 | \$727.9 | (\$41.2) | \$855.5 | (\$29.5) | \$172.0 | \$142.6 |
| Non-GAAP Operating Margin \% ${ }^{[0]}$ | NA | 27\% | 55\% | NA | 28\% | NA | 22\% | 11\% |
| Interest and Other Income ${ }^{[\mathrm{E}]}$ |  |  | \$10.4 |  |  | (\$1.9) |  |  |
| Interest Expense | (\$14.0) | (\$13.5) | (\$12.8) | (\$11.9) | (\$52.3) | (\$11.7) | (\$11.7) | (\$23.4) |
|  |  |  |  |  |  |  |  |  |
| GAAP EPS Share Based Compensation Expense ${ }^{[1]}$ | (\$0.05) | (\$0.09) | (\$0.06) | (\$0.06) | (\$0.22) | (\$0.04) | (\$0.07) | (\$0.11) |
| GAAP Diluted EPS | (\$0.06) | \$0.34 | \$1.33 | (\$0.19) | \$1.41 | (\$0.16) | \$0.26 | \$0.10 |
| Non-GAAP Diluted EPS ${ }^{[1][f]}$ | (\$0.10) | \$0.40 | \$1.39 | (\$0.08) | \$1.60 | (\$0.09) | \$0.34 | \$0.25 |
| Basic Share Count | 337.6 | 331.1 | 323.4 | 321.6 | 328.5 | 323.3 | 320.5 | 321.9 |
| Diluted Share Count | 337.6 | 342.8 | 333.4 | 321.6 | 339.3 | 323.3 | 326.3 | 329.5 |
| GAAP Tax Rate ${ }^{[6]}$ | 38\% | 35\% | 35\% | 33\% | 35\% | 42\% | 18\% | na |
| Capital Expenditures Depreciation |  |  |  |  | $\begin{aligned} & \$ 306.1 \mathrm{M} \\ & \$ 116.4 \mathrm{M} \end{aligned}$ |  |  |  |

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\begin{tabular}{|c|c|}
\hline \multicolumn{2}{|r|}{Guidance ${ }^{[(W)}$} <br>
\hline Q3 FY09 \& FY09 <br>
\hline \& $\$ 580-\$ 620$
$(7 \%)-0 \%$
$\$ 619-\$ 642$
$10 \%-14 \%$

$\$ 1,004-\$ 1,041$
$8 \%-12 \%$
$\$ 345-\$ 358$
$5 \%-9 \%$
$\$ 313-\$ 325$
$5 \%-9 \%$
$\$ 270-\$ 290$
$(19 \%)-(13 \%)$ <br>

\hline $$
\begin{gathered}
\$ 1,380-\$ 1,460 \\
5 \%-11 \%
\end{gathered}
$$ \& \[

$$
\begin{gathered}
\$ 3,130-\$ 3,250 \\
2 \%-6 \%
\end{gathered}
$$
\] <br>

\hline \$723-\$778 \& \$682-\$735 <br>
\hline \$783-\$838 \& \$917-\$970 <br>
\hline 57\% \& 29\%-30\% <br>
\hline \$1.38-\$1.49 \& \$1.32-\$1.43 <br>
\hline \$1.57-\$1.68 \& \$1.78-\$1.89 <br>
\hline 320-321 \& 321-322 <br>
\hline 327-329 \& 328-331 <br>

\hline \& $$
\begin{gathered}
33 \% \\
\$ 200 \mathrm{M}
\end{gathered}
$$ <br>

\hline
\end{tabular}

Note: All amounts except GAAP EPS exclude amounts related to Intuit Distribution Management Solutions (IDMS), which we sold in the first quarter of fiscal 2008.
Beginning in Q4 FY08 results for the QuickBase product line have been reflected in the QuickBooks segment. Historical results have been reclassified from Other Businesses to QuickBooks for all periods presented.
Quarterly QuickBase Reclass: Q1 FY07 $\$ 2.3 \mathrm{M}, \mathrm{Q} 2 \mathrm{FY} 07$ \$2.4M, Q3 FY07 $\$ 2.8 \mathrm{M}$, Q4 FY07 \$3.1M, Q1 FY08 3.4M, Q2 FY08 3.7M, Q3 FY08 4.OM, Q4 FY08 4.4M
Beginning in Q4 FY08 results for the QuickBooks Accountant Edition (QBAE) and Pro Advisor Program (PAP) product lines have been reflected in the Accounting Professionals segment. Historical results have been reclassified from QuickBooks to Accounting Professionals for all periods presented.
Quarterly QBAE/PAP Reclass: Q1 FY07 \$4.8M, Q2 FY07 \$6.7M, Q3 FY07 \$5.7M, Q4 FY07 \$5.5M, Q1 FY08 7.4M, Q2 FY08 11.3M, Q3 FY08 6.8M, Q4 FY08 6.1M
The QuickBooks and Payroll \& Payments segments have been summed to facilitate the calculation of total Small Business results and growth rates for investors.
nese are non-GAAP financial measures. See tables $\mathrm{B1}, \mathrm{~B} 2$ and E or the accompanying sections for reconcliations of these non-GAAP financial measures to the most directly comparable GAAP measures and the reasons management uses each measure


${ }^{\text {H1}}$ All of the numbers provided in the table entitled "Guidance," are forward-looking statements. Please see the accompanying section entitled "Cautions About Forward-Looking Statements" for important information
to assess when evaluating these statements. Actual future results may differ materially due to a number of risks and uncertainties.
"The impact of Share Based Compensation Expense on GAAP EPS in Q1 and Q2 FYo9 is based upon our effective tax rate excluding one-time tax benefits in those periods, a tax rate of $35 \%$ in Q 1 and $36 \%$ in Q2.
Business Segments: QuickBooks - QuickBooks Software, Financial Supplies, website design and hosting: Payroll \& Payments - QuickBooks Payroll, Assisted Payroll Inovative Merchant Solutions; Consumer Tax - TurboTax
Accounting Professionals - ProSeries, Lacerte, QuickBooks Accountant Edition; Financial Institutions - Digital Insight; Other Businesses - IRES, Quicken, Canada/UK

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| Units in thousands, except where noted | Q1/FY07 | Q2/FY07 | Q3/FY07 | Q4/FY07 | FY07 | Q1 FY08 | Q2 FY08 | Q3 FY08 | Q4 FY08 | FY08 | Q1 FY09 | Q2 FY09 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| QuickBooks ${ }^{[J]}$ |  |  |  |  |  |  |  |  |  |  |  |  |
| Total QuickBooks software units sold | 280 | 513 | 553 | 357 | 1,702 | 298 | 467 | 508 | 324 | 1,597 | 267 | 482 |
| Free Simple Start Activations | 0 | 0 | 0 | 0 | 0 | 19 | 38 | 48 | 37 | 142 | 40 | 48 |
| Total QuickBooks Units | 280 | 513 | 553 | 357 | 1,702 | 317 | 505 | 556 | 361 | 1,739 | 307 | 530 |
| QuickBooks Online subscriptions ${ }^{[k]}$ | 85 | 96 | 109 | 117 | 117 | 124 | 128 | 131 | 133 | 133 | 136 | 139 |
| Enterprise Solutions Active Customers | 22 | 24 | 25 | 27 | 27 | 28 | 29 | 30 | 33 | 33 | 34 | 35 |
| QuickBooks Retail Share ${ }^{[]]}$ |  |  |  |  |  |  |  |  |  |  |  |  |
| Unit share FYTD | 86\% | 87\% | 89\% | 89\% | 89\% | 89\% | 89\% | 91\% | 91\% | 91\% | 90\% | 93\% |
| Dollar share FYTD | 91\% | 92\% | 94\% | 94\% | 94\% | 94\% | 94\% | 95\% | 95\% | 95\% | 92\% | 95\% |
| Payroll \& Payments |  |  |  |  |  |  |  |  |  |  |  |  |
| Total payroll customers ${ }^{[1]}$ | 989 | 1016 | 1008 | 1008 | 1008 | 1025 | 1046 | 1058 | 1047 | 1047 | 1054 | 1,065 |
| Merchant Account Services customers ${ }^{[N]}$ | 175 | 185 | 195 | 203 | 203 | 214 | 222 | 233 | 239 | 239 | 247 | 252 |
| Consumer Tax |  |  |  |  |  |  |  |  |  |  |  |  |
| Federal TurboTax (millions) |  |  |  |  |  |  |  |  |  |  |  |  |
| Desktop units | NM | 3.7 | 3.3 | NM | 7.0 | NM | 3.8 | 3.3 | NM | 7.1 | NM | 3.4 |
| Web units | NM | 0.8 | 5.2 | 0.1 | 6.1 | NM | 1.3 | 7.0 | 0.1 | 8.4 | NM | 2.2 |
| Free File Alliance | NM | 0.3 | 1.2 | NM | 1.4 | NM | 0.3 | 1.3 | NM | 1.6 | NM | 0.3 |
| Total TurboTax federal units | NM | 4.8 | 9.7 | 0.1 | 14.6 | NM | 5.5 | 11.6 | 0.1 | 17.2 | NM | 5.8 |
| Federal TurboTax retail share ${ }^{[0]}$ |  |  |  |  |  |  |  |  |  |  |  |  |
| Unit share FYTD | NM | 82\% | 79\% | 79\% | 79\% | NM | 85\% | 82\% | 82\% | 82\% | NM | 84\% |
| Dollar share FYTD | NM | 87\% | 85\% | 85\% | 85\% | NM | 87\% | 84\% | 84\% | 84\% | NM | 89\% |
| Accounting Professionals |  |  |  |  |  |  |  |  |  |  |  |  |
| Professional Tax units | NM | 102 | 10 | NM | 112 | NM | 98 | 11 | NM | 109 | NM | 97 |
| Financial Institutions |  |  |  |  |  |  |  |  |  |  |  |  |
| Number of Internet Banking End-Users ${ }^{[P]}$ | 7,119 | 7,508 | 7,800 | 7,906 | 7,906 | 8,078 | 8,300 | 8,499 | 8,695 | 8,695 | 8,690 | 8,609 |
| Number of Bill Pay End-Users ${ }^{[P]}$ | 1,793 | 1,915 | 2,040 | 2,140 | 2,140 | 2,212 | 2,291 | 2,383 | 2,474 | 2,474 | 2,613 | 2,749 |

${ }^{[J]}$ Sales to end users (sell-through) by Intuit and via retailers and distributors for which Intuit relies on reports from these merchants. These numbers include estimates, including estimates of sales by merchants who do not report sales to Intuit. These numbers reflect total QuickBooks purchases for the period, including subscription purchases,
${ }^{[k]}{ }^{[ }$ncludes total QuickBooks Online Edition subscriptions. Subscription units sold in any particular period are a subset of total QuickBooks software units sold in that period.
${ }^{[4]}$ Sources: NPD Group Monthly Retail Software Report through January 2009.
${ }^{[ }{ }^{[1 / n c l u d e s}$ Standard Payroll, Enhanced Payroll, Assisted Payroll, Complete Payroll, Premier Payroll, Online Payroll, Basic Payroll, and QuickPayroll.
${ }^{[N]}$ Does not include customers from Electronic Clearing House; Q1 FY09 customer count was revised down from 253,000 on Feb. 19, 2009.
${ }^{[0]}$ Sources: NPD Group Retail Software Report through January 2009.
${ }^{[P]}$ Number of Internet Banking end-users and Bill Pay end-users prior to Q3 FY07 are those of pre-acquisition Digital Insight. All figures exclude Quicken Bill Pay customers.

| (\$ millions) | Effect of Acquisition on Revenue for FY08 and FY09 |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Q2 |  |  | YTD |  |  |
|  | FY09 | FY08 | Growth | FY09 | FY08 | Growth |
| Reported Revenue | \$791.0 | \$834.9 | -5\% | \$1,272.4 | \$1,279.8 | -1\% |
| Homestead Acquisition ECHO Acquisition | $\begin{aligned} & (\$ 8.5) \\ & (\$ 8.3) \end{aligned}$ | (\$2.6) |  | $\begin{aligned} & (\$ 16.1) \\ & (\$ 17.4) \end{aligned}$ | (\$2.6) |  |
| Revenue Adjusted for M\&A | \$774.2 | \$832.3 | -7\% | \$1,238.9 | \$1,277.2 | -3\% |

## Segment Operating Income



## Notes:

1. Operating income for the company and segments may be impacted by shifts in revenue from one quarter to another. Therefore, these measures are most relevant when viewed on a full-year basis.
2. Significant revenue shifts in FYO9 include the impact from offering changes in our Tax businesses, including approximately $\$ 70 \mathrm{M}$ of Consumer Tax revenue that shifted from Q209 to Q309 and approximately \$12M of Accounting Professional revenue that shifted to Q209.

Table A1
INTUIT INC.
GAAP CONSOLIDATED STATEMENTS OF OPERATIONS
(In thousands, except per share amounts)
(Unaudited)

|  | Three Months Ended |  |  |  | Six Months Ended |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | January 31,$2009$ |  | $\begin{gathered} \hline \text { January 31, } \\ 2008 \\ \hline \end{gathered}$ |  | $\begin{gathered} \hline \text { January 31, } \\ 2009 \end{gathered}$ |  | $\begin{gathered} \hline \text { January 31, } \\ 2008 \end{gathered}$ |  |
| Net revenue: |  |  |  |  |  |  |  |  |
| Product | \$ | 434,929 | \$ | 540,790 | \$ | 655,482 | \$ | 759,410 |
| Service and other |  | 356,047 |  | 294,084 |  | 616,873 |  | 520,402 |
| Total net revenue |  | 790,976 |  | 834,874 |  | 1,272,355 |  | 1,279,812 |
| Costs and expenses: |  |  |  |  |  |  |  |  |
| Cost of revenue: |  |  |  |  |  |  |  |  |
| Cost of product revenue |  | 55,645 |  | 56,880 |  | 89,045 |  | 90,627 |
| Cost of service and other revenue |  | 107,492 |  | 102,838 |  | 219,200 |  | 200,292 |
| Amortization of purchased intangible assets |  | 15,023 |  | 13,299 |  | 30,236 |  | 26,113 |
| Selling and marketing |  | 276,374 |  | 263,705 |  | 462,560 |  | 433,364 |
| Research and development |  | 143,249 |  | 149,767 |  | 279,466 |  | 299,103 |
| General and administrative |  | 71,088 |  | 66,672 |  | 136,185 |  | 143,787 |
| Acquisition-related charges |  | 12,548 |  | 8,083 |  | 22,136 |  | 16,095 |
| Total costs and expenses [A] |  | 681,419 |  | 661,244 |  | 1,238,828 |  | 1,209,381 |
| Operating income from continuing operations |  | 109,557 |  | 173,630 |  | 33,527 |  | 70,431 |
| Interest expense |  | $(11,686)$ |  | $(13,510)$ |  | $(23,417)$ |  | $(27,559)$ |
| Interest and other income |  | 6,190 |  | 4,925 |  | 4,322 |  | 22,116 |
| Gains on marketable equity securities and other |  |  |  |  |  |  |  |  |
| Gain on sale of outsourced payroll assets [B] |  | - |  | 14,004 |  | - |  | 37,955 |
| Income from continuing operations before |  |  |  |  |  |  |  |  |
| Income tax provision (benefit) [C] |  | 18,650 |  | 62,555 |  | $(18,467)$ |  | 34,227 |
| Minority interest expense, net of tax |  | 371 |  | 492 |  | 580 |  | 998 |
| Net income from continuing operations |  | 85,040 |  | 116,002 |  | 32,896 |  | 68,431 |
| Net income (loss) from discontinued operations [D] |  | - |  | (755) |  | - |  | 26,012 |
| Net income | \$ | 85,040 | \$ | 115,247 | \$ | 32,896 | \$ | 94,443 |
| Basic net income per share from continuing operations | \$ | 0.27 | \$ | 0.35 | \$ | 0.10 | \$ | 0.20 |
| Basic net income (loss) per share from discontinued operations |  | - |  | - |  | - |  | 0.08 |
| Basic net income per share | \$ | 0.27 | \$ | 0.35 | \$ | 0.10 | \$ | 0.28 |
| Shares used in basic per share calculations |  | 320,531 |  | 331,139 |  | 321,900 |  | 334,362 |
| Diluted net income per share from continuing operations | \$ | 0.26 | \$ | 0.34 | \$ | 0.10 | \$ | 0.20 |
| Diluted net income (loss) per share from discontinued operations |  | - |  | - |  | - |  | 0.07 |
| Diluted net income per share | \$ | 0.26 | \$ | 0.34 | \$ | 0.10 | \$ | 0.27 |
| Shares used in diluted per share calculations |  | 326,319 |  | 342,751 |  | 329,482 |  | 346,014 |

See accompanying Notes.

## INTUIT INC. <br> NOTES TO TABLE A1

[A] The following table summarizes the total share-based compensation expense that we recorded for the periods shown.

|  | Three Months Ended |  |  |  | Six Months Ended |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | $\begin{gathered} \hline \text { January 31, } \\ 2009 \\ \hline \end{gathered}$ |  | $\begin{gathered} \text { January 31, } \\ 2008 \\ \hline \end{gathered}$ |  | $\begin{gathered} \hline \text { January 31, } \\ 2009 \\ \hline \end{gathered}$ |  | January 31, 2008 |  |
| Cost of product revenue | \$ | 361 | \$ | 283 | \$ | 607 | \$ | 559 |
| Cost of service and other revenue |  | 1,993 |  | 1,953 |  | 3,015 |  | 3,411 |
| Selling and marketing |  | 12,826 |  | 9,728 |  | 20,906 |  | 17,426 |
| Research and development |  | 10,209 |  | 8,118 |  | 16,590 |  | 15,999 |
| General and administrative |  | 9,509 |  | 9,452 |  | 15,533 |  | 18,794 |
| Total share-based compensation | \$ | 34,898 | \$ | 29,534 | \$ | 56,651 | \$ | 56,189 |

[B] In March 2007 we sold certain assets related to our Complete Payroll and Premier Payroll Service businesses to Automatic Data Processing, Inc. (ADP) for a price of up to approximately $\$ 135$ million in cash. The final purchase price was contingent upon the number of customers that transitioned to ADP pursuant to the purchase agreement over a period of approximately one year from the date of sale. In the three and six months ended January 31, 2008 we recorded pre-tax gains of $\$ 14.0$ million and $\$ 38.0$ million on our statement of operations for customers who transitioned to ADP during those periods. We received a total price of $\$ 93.6$ million and recorded a total pre-tax gain of $\$ 83.2$ million from the inception of this transaction through its completion in the third quarter of fiscal 2008.
[C] Our effective tax rate for the three months ended January 31, 2009 was approximately 18\%. Excluding net one-time benefits primarily related to an agreement we entered into with a tax authority with respect to tax years ended prior to fiscal 2009, our effective tax rate for that period was approximately $36 \%$. This differed from the federal statutory rate of $35 \%$ primarily due to state income taxes, which were partially offset by the benefit we received from the domestic production activities deduction, federal and state research and experimentation credits, and tax exempt interest income. Our effective tax rate for the three months ended January 31, 2008 was approximately $35 \%$ and did not differ significantly from the federal statutory rate. State income taxes were offset primarily by the benefit we received from tax exempt interest income, the domestic production activities deduction, and federal and state research and experimentation credits.

We recorded a tax benefit of $\$ 18.5$ million on pre-tax income of $\$ 15.0$ million for the six months ended January 31, 2009. Excluding net one-time benefits primarily related to an agreement we entered into with a tax authority with respect to tax years ended prior to fiscal 2009 and the reinstatement of the federal research and experimentation credit, our effective tax rate for that period was approximately $36 \%$. This differed from the federal statutory rate of $35 \%$ primarily due to state income taxes, which were partially offset by the benefit we received from the domestic production activities deduction, federal and state research and experimentation credits, and tax exempt interest income. Our effective tax rate for the six months ended January 31, 2008 was approximately $33 \%$. This differed from the federal statutory rate of $35 \%$ primarily due to the benefit we received from tax exempt interest income, the domestic production activities deduction, federal and state research and experimentation credits, and a one-time benefit related to executive stock compensation, partially offset by state income taxes.
[D] In August 2007 we sold our Intuit Distribution Management Solutions (IDMS) business for approximately $\$ 100$ million in cash and recorded a net gain on disposal of $\$ 27.5$ million. IDMS was part of our Other Businesses segment. In accordance with the provisions of SFAS 144, "Accounting for the Impairment or Disposal of Long-lived Assets," we determined that IDMS became a discontinued operation in the fourth quarter of fiscal 2007. We have therefore segregated the net assets and operating results of IDMS from continuing operations on our balance sheets and in our statements of operations for all periods prior to the sale. Revenue and net loss from IDMS discontinued operations were $\$ 1.9$ million and $\$ 0.7$ million for the six months ended January 31, 2008. Because IDMS operating cash flows were not material for any period presented, we have not segregated them from continuing operations on our statements of cash flows. We have segregated the cash impact of the gain on disposal of IDMS on our statement of cash flows for the six months ended January 31, 2008.

## INTUIT INC. <br> ABOUT NON-GAAP FINANCIAL MEASURES

The accompanying financial information contains non-GAAP financial measures. Tables B1, B2, E1 and E2 reconcile the nonGAAP financial measures in that financial information to the most directly comparable financial measures prepared in accordance with Generally Accepted Accounting Principles (GAAP). These non-GAAP financial measures include non-GAAP operating income (loss) and related operating margin as a percentage of revenue, non-GAAP net income (loss) and non-GAAP net income (loss) per share.

Non-GAAP financial measures should not be considered as a substitute for, or superior to, measures of financial performance prepared in accordance with GAAP. These non-GAAP financial measures do not reflect a comprehensive system of accounting, differ from GAAP measures with the same names and may differ from non-GAAP financial measures with the same or similar names that are used by other companies.

We believe that these non-GAAP financial measures provide meaningful supplemental information regarding Intuit's operating results primarily because they exclude amounts that we do not consider part of ongoing operating results when assessing the performance of the organization, our operating segments or our senior management. Segment managers are not held accountable for share-based compensation expenses, acquisition-related costs, or the other excluded items that may impact their business units' operating income (loss) and, accordingly, we exclude these amounts from our measures of segment performance. We also exclude these amounts from our budget and planning process. We believe that our non-GAAP financial measures also facilitate the comparison of results for current periods and guidance for future periods with results for past periods. We exclude the following items from our non-GAAP financial measures:

- Share-based compensation expenses. Our non-GAAP financial measures exclude share-based compensation expenses, which consist of expenses for stock options, restricted stock, restricted stock units and purchases of common stock under our Employee Stock Purchase Plan. Segment managers are not held accountable for sharebased compensation expenses impacting their business units' operating income (loss) and, accordingly, we exclude share-based compensation expenses from our measures of segment performance. While share-based compensation is a significant expense affecting our results of operations, management excludes share-based compensation from our budget and planning process. We exclude share-based compensation expenses from our non-GAAP financial measures for these reasons and the other reasons stated above. We compute weighted average dilutive shares using the method required by SFAS 123(R) for both GAAP and non-GAAP diluted net income per share.
- Amortization of purchased intangible assets and acquisition-related charges. In accordance with GAAP, amortization of purchased intangible assets in cost of revenue includes amortization of software and other technology assets related to acquisitions. Acquisition-related charges in operating expenses include amortization of other purchased intangible assets such as customer lists, covenants not to compete and trade names. Acquisition activities are managed on a corporate-wide basis and segment managers are not held accountable for the acquisitionrelated costs impacting their business units’ operating income (loss). We exclude these amounts from our measures of segment performance and from our budget and planning process. We exclude these items from our non-GAAP financial measures for these reasons, the other reasons stated above and because we believe that excluding these items facilitates comparisons to the results of other companies in our industry, which have their own unique acquisition histories.
- Gains and losses on disposals of businesses and assets. We exclude these amounts from our non-GAAP financial measures for the reasons stated above and because they are unrelated to our ongoing business operating results.
- Gains and losses on marketable equity securities and other investments. We exclude these amounts from our nonGAAP financial measures for the reasons stated above and because they are unrelated to our ongoing business operating results.
- Income tax effects of excluded items. Our non-GAAP financial measures exclude the income tax effects of the adjustments described above that relate to the current period as well as adjustments for similar items that relate to prior periods. We exclude the impact of these tax items for the reasons stated above and because management believes that they are not indicative of our ongoing business operations.
- Operating results and gains and losses on the sale of discontinued operations. From time to time, we sell or otherwise dispose of selected operations as we adjust our portfolio of businesses to meet our strategic goals. In accordance with GAAP, we segregate the operating results of discontinued operations as well as gains and losses on the sale of these discontinued operations from continuing operations on our GAAP statements of operations but continue to include them in GAAP net income or loss and net income or loss per share. We exclude these amounts from our non-GAAP financial measures for the reasons stated above and because they are unrelated to our ongoing business operations.

The following describes each non-GAAP financial measure, the items excluded from the most directly comparable GAAP measure in arriving at each non-GAAP financial measure, and the reasons management uses each measure and excludes the specified amounts in arriving at each non-GAAP financial measure.
(A) Operating income (loss) and related operating margin as a percentage of revenue. We exclude share-based compensation expenses, amortization of purchased intangible assets and acquisition-related charges from our GAAP operating income (loss) from continuing operations and related operating margin in arriving at our non-GAAP operating income (loss) and related operating margin primarily because we do not consider them part of ongoing operating results when assessing the performance of the organization, our operating segments and senior management or when undertaking our budget and planning process. We believe that the exclusion of these expenses from our non-GAAP financial measures also facilitates the comparison of results for current periods and guidance for future periods with results for prior periods. In addition, we exclude amortization of purchased intangible assets and acquisition-related charges from non-GAAP operating income (loss) and operating margin because we believe that excluding these items facilitates comparisons to the results of other companies in our industry, which have their own unique acquisition histories.
(B) Net income (loss) and net income (loss) per share (or earnings per share). We exclude share-based compensation expenses, amortization of purchased intangible assets, acquisition-related charges, net gains on marketable equity securities and other investments, gains and losses on disposals of businesses and assets, certain tax items as described above, and amounts related to discontinued operations from our GAAP net income (loss) and net income (loss) per share in arriving at our non-GAAP net income (loss) and net income (loss) per share. We exclude all of these items from our non-GAAP net income (loss) and net income (loss) per share primarily because we do not consider them part of ongoing operating results when assessing the performance of the organization, our operating segments and senior management or when undertaking our budget and planning process. We believe that the exclusion of these items from our non-GAAP financial measures also facilitates the comparison of results for current periods and guidance for future periods with results for prior periods.

In addition, we exclude amortization of purchased intangible assets and acquisition-related charges from our nonGAAP net income (loss) and net income (loss) per share because we believe that excluding these items facilitates comparisons to the results of other companies in our industry, which have their own unique acquisition histories. We exclude net gains on marketable equity securities and other investments from our non-GAAP net income (loss) and net income (loss) per share because they are unrelated to our ongoing business operating results. Our non-GAAP financial measures exclude the income tax effects of the adjustments described above that relate to the current period as well as adjustments for similar items that relate to prior periods. We exclude the impact of these tax items because management believes that they are not indicative of our ongoing business operations. The effective tax rates used to calculate non-GAAP net income (loss) and net income (loss) per share were as follows: $36 \%$ for the first through fourth quarters of fiscal 2008; $36 \%$ for the first quarter of fiscal 2009; $34 \%$ for the second quarter of fiscal 2009; and $34 \%$ for third quarter and full year fiscal 2009 guidance. Finally, we exclude amounts related to discontinued operations from our non-GAAP net income (loss) and net income (loss) per share because they are unrelated to our ongoing business operations

We refer to these non-GAAP financial measures in assessing the performance of Intuit's ongoing operations and for planning and forecasting in future periods. These non-GAAP financial measures also facilitate our internal comparisons to Intuit's historical operating results. We have historically reported similar non-GAAP financial measures and believe that the inclusion of comparative numbers provides consistency in our financial reporting. We compute non-GAAP financial measures using the same consistent method from quarter to quarter and year to year.

The reconciliations of the forward-looking non-GAAP financial measures to the most directly comparable GAAP financial measures in Table E1 include all information reasonably available to Intuit at February 19, 2009. These tables include adjustments that we can reasonably predict. Events that could cause the reconciliation to change include acquisitions and divestitures of businesses, goodwill and other asset impairments and sales of marketable equity securities and other investments.

Table A2
INTUIT INC.
NON-GAAP CONSOLIDATED STATEMENTS OF OPERATIONS DATA
(In thousands, except per share amounts)
(Unaudited)

|  | Three Months Ended |  |  |  | Six Months Ended |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | $\begin{gathered} \hline \text { January 31, } \\ 2009 \\ \hline \end{gathered}$ |  | $\begin{gathered} \text { January 31, } \\ 2008 \\ \hline \end{gathered}$ |  | $\begin{gathered} \text { January 31, } \\ 2009 \\ \hline \end{gathered}$ |  | January 31,$2008$ |  |
| Net revenue: |  |  |  |  |  |  |  |  |
| Product | \$ | 434,929 | \$ | 540,790 | \$ | 655,482 | \$ | 759,410 |
| Service and other |  | 356,047 |  | 294,084 |  | 616,873 |  | 520,402 |
| Total net revenue |  | 790,976 |  | 834,874 |  | 1,272,355 |  | 1,279,812 |
| Costs and expenses: |  |  |  |  |  |  |  |  |
| Cost of revenue: |  |  |  |  |  |  |  |  |
| Cost of product revenue |  | 55,284 |  | 56,597 |  | 88,438 |  | 90,068 |
| Cost of service and other revenue |  | 105,499 |  | 100,885 |  | 216,185 |  | 196,881 |
| Selling and marketing |  | 263,548 |  | 253,977 |  | 441,654 |  | 415,938 |
| Research and development |  | 133,040 |  | 141,649 |  | 262,876 |  | 283,104 |
| General and administrative |  | 61,579 |  | 57,220 |  | 120,652 |  | 124,993 |
| Total costs and expenses |  | 618,950 |  | 610,328 |  | 1,129,805 |  | 1,110,984 |
| Income from operations |  | 172,026 |  | 224,546 |  | 142,550 |  | 168,828 |
| Interest expense |  | $(11,686)$ |  | $(13,510)$ |  | $(23,417)$ |  | $(27,559)$ |
| Interest and other income |  | 6,190 |  | 4,925 |  | 4,322 |  | 22,116 |
| Income before income taxes |  | 166,530 |  | 215,961 |  | 123,455 |  | 163,385 |
| Income tax provision |  | 56,649 |  | 77,746 |  | 41,357 |  | 58,819 |
| Minority interest expense, net of tax |  | 371 |  | 492 |  | 580 |  | 998 |
| Net income | \$ | 109,510 | \$ | 137,723 | \$ | 81,518 | \$ | 103,568 |
| Basic net income per share | \$ | 0.34 | \$ | 0.42 | \$ | 0.25 | \$ | 0.31 |
| Shares used in basic per share calculations |  | 320,531 |  | 331,139 |  | 321,900 |  | 334,362 |
| Diluted net income per share | \$ | 0.34 | \$ | 0.40 | \$ | 0.25 | \$ | 0.30 |
| Shares used in diluted per share calculations |  | 326,319 |  | 342,751 |  | 329,482 |  | 346,014 |

See "About Non-GAAP Financial Measures" immediately preceding this Table A2 for information on these measures, the items excluded from the most directly comparable GAAP measures in arriving at non-GAAP financial measures, and the reasons management uses each measure and excludes the specified amounts in arriving at each non-GAAP financial measure.

Table B1
INTUIT INC.
RECONCILIATION OF NON-GAAP STATEMENTS OF OPERATIONS DATA TO GAAP CONSOLIDATED STATEMENTS OF OPERATIONS
(In thousands, except per share amounts)
(Unaudited)

|  | Three Months Ended <br> January 31, 2009 |  |  |  |  |  |  | Three Months Ended <br> January 31, 2008 |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | $\begin{aligned} & \text { Non- } \\ & \text { GAAP } \end{aligned}$ |  | Adjmts |  | GAAP |  |  | $\begin{aligned} & \text { Non- } \\ & \text { GAAP } \end{aligned}$ |  | Adjmts |  |  | GAAP |  |
| Net revenue: |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Product | \$ | 434,929 | \$ | - |  |  | \$ 434,929 | \$ | 540,790 | \$ | - |  | \$ | 540,790 |
| Service and other |  | 356,047 |  | - |  |  | 356,047 |  | 294,084 |  | - |  |  | 294,084 |
| Total net revenue |  | 790,976 |  | - |  |  | 790,976 |  | 834,874 |  | - |  |  | 834,874 |
| Costs and expenses: |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Cost of revenue: |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Cost of product revenue |  | 55,284 |  | 361 | [a] |  | 55,645 |  | 56,597 |  | 283 | [a] |  | 56,880 |
| Cost of service and other revenue |  | 105,499 |  | 1,993 | [a] |  | 107,492 |  | 100,885 |  | 1,953 | [a] |  | 102,838 |
| Amortization of purchased |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Selling and marketing |  | 263,548 |  | 12,826 | [a] |  | 276,374 |  | 253,977 |  | 9,728 | [a] |  | 263,705 |
| Research and development |  | 133,040 |  | 10,209 | [a] |  | 143,249 |  | 141,649 |  | 8,118 | [a] |  | 149,767 |
| General and administrative |  | 61,579 |  | 9,509 | [a] |  | 71,088 |  | 57,220 |  | 9,452 | [a] |  | 66,672 |
| Acquisition-related charges |  | - |  | 12,548 | [c] |  | 12,548 |  | - |  | 8,083 | [c] |  | 8,083 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Interest expense |  | $(11,686)$ |  | - |  |  | $(11,686)$ |  | $(13,510)$ |  | - |  |  | $(13,510)$ |
| Interest and other income |  | 6,190 |  | - |  |  | 6,190 |  | 4,925 |  | - |  |  | 4,925 |
| Gains on marketable equity securities and other investments, net |  | - |  | - | [d] |  | - |  | - |  | - |  |  | - |
| Income from continuing operations |  |  |  |  |  |  |  |  |  |  | 14,004 | [e] |  | 14,004 |
|  |  |  |  |  |  |  |  |  |  |  | $(36,912)$ |  |  | 179,049 |
| Income tax provision |  | 56,649 |  | $(37,999)$ | [f] |  | 18,650 |  | 77,746 |  | $(15,191)$ | [f] |  | 62,555 |
| Minority interest expense, net of tax |  | 371 |  | - |  |  | 371 |  | 492 |  | - |  |  | 492 |
| Net income from continuing operations |  | 109,510 |  | $(24,470)$ |  |  | 85,040 |  | 137,723 |  | $(21,721)$ |  |  | 116,002 |
| Net loss from discontinued operations |  | - |  | - | [g] |  | - |  | - |  | (755) |  |  | (755) |
| Net income | \$ | 109,510 | \$ | $(24,470)$ |  |  | \$ 85,040 | \$ | 137,723 | \$ | $(22,476)$ |  | \$ | 115,247 |
| Basic net income per share from |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Basic net loss per share |  |  |  |  |  |  |  |  |  |  |  |  |  | - |
| Basic net income per share | \$ | 0.34 |  |  |  |  | \$ 0.27 | \$ | 0.42 |  |  |  | \$ | 0.35 |
| Shares used in basic per share calculations |  | 320,531 |  |  |  |  | 320,531 |  | 331,139 |  |  |  |  | 331,139 |
| Diluted net income per share from |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Diluted net loss per share from discontinued operations |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Diluted net income per share | \$ | 0.34 |  |  |  |  | \$ 0.26 | \$ | 0.40 |  |  |  | \$ | 0.34 |
| Shares used in diluted per share calculations |  | 326,319 |  |  |  |  | 326,319 |  | 342,751 |  |  |  |  | 342,751 |

See "About Non-GAAP Financial Measures" immediately preceding Table A2 for more information on these non-GAAP adjustments.
[a] Adjustment to exclude share-based compensation expense from non-GAAP financial measures.
[b] Adjustment to exclude amortization of purchased intangible assets from non-GAAP financial measures.
[c] Adjustment to exclude acquisition-related charges from non-GAAP financial measures.
[d] Adjustment to exclude net gains on marketable equity securities and other investments from non-GAAP financial measures.
[e] Adjustment to exclude pre-tax gain on sale of outsourced payroll assets from non-GAAP financial measures.
[f] Adjustment to reflect the tax effects of items [a] through [e] and to exclude certain GAAP discrete tax items from non-GAAP financial measures.
[g] Adjustment to exclude net income (loss) from discontinued operations from non-GAAP financial measures.

Table B2
INTUIT INC

## RECONCILIATION OF NON-GAAP STATEMENTS OF OPERATIONS DATA TO GAAP CONSOLIDATED STATEMENTS OF OPERATIONS <br> (In thousands, except per share amounts)

(Unaudited)

|  | Six Months Ended January 31, 2009 |  |  |  |  |  | Six Months Ended January 31, 2008 |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | $\begin{aligned} & \text { Non- } \\ & \text { GAAP } \end{aligned}$ |  | Adjmts | GAAP |  |  | NonGAAP |  | Adjmts |  |  | GAAP |  |
| Net revenue: |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Product | \$ | 655,482 | \$ |  | \$ | 655,482 | \$ | 759,410 | \$ | - |  | \$ | 759,410 |
| Service and other |  | 616,873 | - |  |  | 616,873 |  | 520,402 |  | - |  |  | 520,402 |
| Total net revenue |  | 1,272,355 | - |  |  | 1,272,355 |  | 1,279,812 |  | - |  |  | 1,279,812 |
| Costs and expenses: |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Cost of revenue: |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Cost of product revenue |  | 88,438 | 607 | [a] |  | 89,045 |  | 90,068 |  | 559 | [a] |  | 90,627 |
| Cost of service and other revenue |  | 216,185 | 3,015 | [a] |  | 219,200 |  | 196,881 |  | 3,411 | [a] |  | 200,292 |
| Amortization of purchased |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Selling and marketing |  | 441,654 | 20,906 | [a] |  | 462,560 |  | 415,938 |  | 17,426 | [a] |  | 433,364 |
| Research and development |  | 262,876 | 16,590 | [a] |  | 279,466 |  | 283,104 |  | 15,999 | [a] |  | 299,103 |
| General and administrative |  | 120,652 | 15,533 | [a] |  | 136,185 |  | 124,993 |  | 18,794 | [a] |  | 143,787 |
| Acquisition-related charges |  | - | 22,136 | [c] |  | 22,136 |  | - |  | 16,095 | [c] |  | 16,095 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Interest expense |  | $(23,417)$ | - |  |  | $(23,417)$ |  | $(27,559)$ |  | - |  |  | $(27,559)$ |
| Interest and other income |  | 4,322 | - |  |  | 4,322 |  | 22,116 |  | - |  |  | 22,116 |
| Gains on marketable equity securities and other investments, net |  | - | 577 | [d] |  | 577 |  | - |  | 713 | [d] |  | 713 |
| Gain on sale of outsourced payroll assets |  | - | - | [e] |  | - |  | - |  | 37,955 | [e] |  | 37,955 |
| Income from continuing operations before income taxes |  | 123,455 | $(108,446)$ |  |  | 15,009 |  | 163,385 |  | $(59,729)$ |  |  | 103,656 |
| Income tax provision (benefit) |  | 41,357 | $(59,824)$ | [f] |  | $(18,467)$ |  | 58,819 |  | $(24,592)$ | [f] |  | 34,227 |
| Minority interest expense, net of tax |  | 580 | - |  |  | 580 |  | 998 |  | - |  |  | 998 |
| Net income from continuing operations |  | 81,518 | $(48,622)$ |  |  | 32,896 |  | 103,568 |  | $(35,137)$ |  |  | 68,431 |
| Net income from discontinued operations |  | - | - | [g] |  | - |  | - |  | 26,012 | [g] |  | 26,012 |
| Net income | \$ | 81,518 | \$ (48,622) |  | \$ | 32,896 | \$ | 103,568 | \$ | $(9,125)$ |  | \$ | 94,443 |
| Basic net income per share from |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Basic net income per share from discontinued operations |  | - |  |  |  | - |  | - |  |  |  |  | 0.08 |
| Basic net income per share | \$ | 0.25 |  |  | \$ | 0.10 | \$ | 0.31 |  |  |  | \$ | 0.28 |
| Shares used in basic per share calculations |  | 321,900 |  |  |  | 321,900 |  | 334,362 |  |  |  |  | 334,362 |
| Diluted net income per share from |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Diluted net income per share from discontinued operations |  | - |  |  |  | - |  | - |  |  |  |  | 0.07 |
| Diluted net income per share | \$ | 0.25 |  |  | \$ | 0.10 | \$ | 0.30 |  |  |  | \$ | 0.27 |
| Shares used in diluted per share calculations |  | 329,482 |  |  |  | 329,482 |  | 346,014 |  |  |  |  | 346,014 |

See "About Non-GAAP Financial Measures" immediately preceding Table A2 for more information on these non-GAAP adjustments.
[a] Adjustment to exclude share-based compensation expense from non-GAAP financial measures.
[b] Adjustment to exclude amortization of purchased intangible assets from non-GAAP financial measures.
[c] Adjustment to exclude acquisition-related charges from non-GAAP financial measures.
[d] Adjustment to exclude net gains on marketable equity securities and other investments from non-GAAP financial measures.
[e] Adjustment to exclude pre-tax gain on sale of outsourced payroll assets from non-GAAP financial measures.
[f] Adjustment to reflect the tax effects of items [a] through [e] and to exclude certain GAAP discrete tax items from non-GAAP financial measures.
[g] Adjustment to exclude net income (loss) from discontinued operations from non-GAAP financial measures.

Table E1
INTUIT INC.
RECONCILIATION OF FORWARD-LOOKING GUIDANCE FOR NON-GAAP FINANCIAL MEASURES TO PROJECTED GAAP REVENUE, OPERATING INCOME (LOSS), AND EPS
(In thousands, except per share amounts)
(Unaudited)

|  | Forward-Looking Guidance |  |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | GAAPRange of Estimate |  |  |  | Adjustments |  |  | Non-GAAP <br> Range of Estimate |  |  |  |
|  | From |  | To |  |  |  |  |  | From |  | To |
| Three Months Ending |  |  |  |  |  |  |  |  |  |  |  |
| Revenue |  | 1,380,000 |  | 1,460,000 | \$ | - |  |  | 1,380,000 |  | 1,460,000 |
| Operating income | \$ | 723,000 | \$ | 778,000 | \$ | 60,000 | [a] | \$ | 783,000 | \$ | 838,000 |
| Diluted earnings per share | \$ | 1.38 | \$ | 1.49 | \$ | 0.19 | [b] | \$ | 1.57 | \$ | 1.68 |
| Shares |  | 327,000 |  | 329,000 |  | - |  |  | 327,000 |  | 329,000 |
| Twelve Months Ending |  |  |  |  |  |  |  |  |  |  |  |
| July 31, 2009 |  |  |  |  |  |  |  |  |  |  |  |
| Revenue |  | 3,130,000 |  | 3,250,000 | \$ | - |  |  | 3,130,000 |  | 3,250,000 |
| Operating income | \$ | 682,000 | \$ | 735,000 | \$ | 235,000 | [c] | \$ | 917,000 | \$ | 970,000 |
| Diluted earnings per share | \$ | 1.32 | \$ | 1.43 | \$ | 0.46 | [d] | \$ | 1.78 | \$ | 1.89 |
| Shares |  | 328,000 |  | 331,000 |  | - |  |  | 328,000 |  | 331,000 |

See "About Non-GAAP Financial Measures" immediately preceding Table A2 for more information on these measures, the items excluded from the most directly comparable GAAP measures in arriving at non-GAAP financial measures, and the reasons management uses each measure and excludes the specified amounts in arriving at each non-GAAP financial measure.
[a] Reflects estimated adjustments for share-based compensation expense of approximately $\$ 36$ million; amortization of purchased intangible assets of approximately $\$ 15$ million; and acquisition-related charges of approximately $\$ 9$ million.
[b] Reflects the estimated adjustments in item [a], income taxes related to these adjustments, and adjustments for certain discrete GAAP tax items.
[c] Reflects estimated adjustments for share-based compensation expense of approximately \$134 million; amortization of purchased intangible assets of approximately $\$ 60$ million; and acquisition-related charges of approximately $\$ 41$ million.
[d] Reflects the estimated adjustments in item [c], income taxes related to these adjustments, and adjustments for certain discrete GAAP tax items.

Table E2
INTUIT INC.
RECONCILIATION OF HISTORICAL NON-GAAP FINANCIAL MEASURES
TO MOST DIRECTLY COMPARABLE GAAP FINANCIAL MEASURES
(In thousands, except per share amounts)
(Unaudited)

|  | GAAP |  | Adjustments |  |  | $\begin{aligned} & \text { Non- } \\ & \text { GAAP } \end{aligned}$ |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Three months ended October 31, 2007 |  |  |  |  |  |  |  |
| Operating loss | \$ | $(103,199)$ | \$ | 47,481 | [a] | \$ | $(55,718)$ |
| Diluted net loss per share | \$ | (0.06) | \$ | (0.04) | [b] | \$ | (0.10) |
| Three months ended January 31, 2008 |  |  |  |  |  |  |  |
| Operating income | \$ | 173,630 | \$ | 50,916 | [c] | \$ | 224,546 |
| Diluted net income per share | \$ | 0.34 | \$ | 0.06 | [d] | \$ | 0.40 |
| Three months ended April 30, 2008 |  |  |  |  |  |  |  |
| Operating income | \$ | 674,501 | \$ | 53,422 | [e] | \$ | 727,923 |
| Diluted net income per share | \$ | 1.33 | \$ | 0.06 | [f] | \$ | 1.39 |
| Three months ended July 31, 2008 |  |  |  |  |  |  |  |
| Operating loss | \$ | $(94,165)$ | \$ | 52,947 | [g] | \$ | $(41,218)$ |
| Diluted net loss per share | \$ | (0.19) | \$ | 0.11 | [h] | \$ | (0.08) |
| Twelve months ended July 31, 2008 |  |  |  |  |  |  |  |
| Operating income | \$ | 650,767 | \$ | 204,766 | [i] | \$ | 855,533 |
| Diluted net income per share | \$ | 1.41 | \$ | 0.19 | [j] | \$ | 1.60 |
| Three months ended October 31, 2008 |  |  |  |  |  |  |  |
| Operating loss | \$ | $(76,030)$ | \$ | 46,554 | [k] | \$ | $(29,476)$ |
| Diluted net loss per share | \$ | (0.16) | \$ | 0.07 | [1] | \$ | (0.09) |
| Three months ended January 31, 2009 |  |  |  |  |  |  |  |
| Operating income | \$ | 109,557 | \$ | $(62,469)$ | [m] | \$ | 172,026 |
| Diluted net income per share | \$ | 0.26 | \$ | 0.07 | [n] | \$ | 0.34 |
| Six months ended January 31, 2009 |  |  |  |  |  |  |  |
| Operating income | \$ | 33,527 | \$ | $(109,023)$ | [o] | \$ | 142,550 |
| Diluted net income per share | \$ | 0.10 | \$ | 0.15 | [p] | \$ | 0.25 |

See "About Non-GAAP Financial Measures" immediately preceding Table A2 for more information on these measures, the items excluded from the most directly comparable GAAP measures in arriving at non-GAAP financial measures, and the reasons management uses each measure and excludes the specified amounts in arriving at each non-GAAP financial measure.
[a] Reflects adjustments for share-based compensation expense of $\$ 26.7$ million; amortization of purchased intangible assets of $\$ 12.8$ million; and acquisition-related charges of $\$ 8.0$ million.
[b] Reflects the adjustments in item [a]; an adjustment for net gains on marketable equity securities and other investments of $\$ 0.7$ million; an adjustment for a pre-tax gain on sale of outsourced payroll assets of $\$ 24.0$ million; and income taxes related to these adjustments. Also reflects adjustments for certain discrete GAAP tax items and for net income from discontinued operations of $\$ 26.8$ million.
[c] Reflects adjustments for share-based compensation expense of $\$ 29.5$ million; amortization of purchased intangible assets of $\$ 13.3$ million; and acquisition-related charges of $\$ 8.1$ million.
[d] Reflects the adjustments in item [c]; an adjustment for a pre-tax gain on sale of outsourced payroll assets of \$14.0 million; and income taxes related to these adjustments. Also reflects adjustments for certain discrete GAAP tax items and for net loss from discontinued operations of $\$ 0.8$ million.
[e] Reflects adjustments for share-based compensation expense of \$30.1 million; amortization of purchased intangible assets of $\$ 14.1$ million; and acquisition-related charges of $\$ 9.3$ million.
[f] Reflects the adjustments in item [e]; an adjustment for net gains on marketable equity securities and other investments of $\$ 0.5$ million; an adjustment for a pre-tax gain on sale of outsourced payroll assets of $\$ 13.6$ million; and income taxes related to these adjustments. Also reflects adjustments for certain discrete GAAP tax items.
[g] Reflects adjustments for share-based compensation expense of $\$ 27.0$ million; amortization of purchased intangible assets of $\$ 15.8$ million; and acquisition-related charges of $\$ 10.2$ million.
[h] Reflects the adjustments in item [g]; an adjustment for net gains on marketable equity securities and other investments of $\$ 0.2$ million; and income taxes related to these adjustments. Also reflects adjustments for certain discrete GAAP tax items.
[i] Reflects adjustments for share-based compensation expense of \$113.2 million; amortization of purchased intangible assets of $\$ 56.0$ million; and acquisition-related charges of $\$ 35.5$ million.
[j] Reflects the adjustments in item [i]; an adjustment for net gains on marketable equity securities and other investments of $\$ 1.4$ million; an adjustment for a pre-tax gain on sale of outsourced payroll assets of $\$ 51.6$ million; and income taxes related to these adjustments. Also reflects adjustments for certain discrete GAAP tax items and for net income from discontinued operations of $\$ 26.0$ million.
[k] Reflects adjustments for share-based compensation expense of $\$ 21.8$ million; amortization of purchased intangible assets of $\$ 15.2$ million; and acquisition-related charges of $\$ 9.6$ million.
[1] Reflects the adjustments in item [k]; an adjustment for net gains on marketable equity securities and other investments of $\$ 0.6$ million; and income taxes related to these adjustments. Also reflects adjustments for certain discrete GAAP tax items.
[m] Reflects adjustments for share-based compensation expense of $\$ 34.9$ million; amortization of purchased intangible assets of $\$ 15.0$ million; and acquisition-related charges of $\$ 12.5$ million.
[ n ] Reflects the adjustments in item [m]; an adjustment for income taxes related to these adjustments; and adjustments for certain discrete GAAP tax items.
[o] Reflects adjustments for share-based compensation expense of $\$ 56.7$ million; amortization of purchased intangible assets of $\$ 30.2$ million; and acquisition-related charges of $\$ 22.1$ million.
[p] Reflects the adjustments in item [o]; income taxes related to these adjustments; and adjustments for certain discrete GAAP tax items.

## INTUIT INC. <br> CAUTIONS ABOUT FORWARD-LOOKING STATEMENTS

The accompanying financial information contains forward-looking statements, including forecasts of Intuit's expected financial results and its prospects for the business in fiscal 2009 and beyond.

Because these forward-looking statements involve risks and uncertainties, there are important factors that could cause our actual results to differ materially from the expectations expressed in the forward-looking statements. These factors include, without limitation, the following: product introductions and price competition from our competitors can have unpredictable negative effects on our revenue, profitability and market position; governmental encroachment in our tax businesses or other governmental activities or public policy affecting the preparation and filing of tax returns could negatively affect our operating results and market position; if economic and market conditions in the U.S. and worldwide continue to decline, our customers may delay or reduce technology purchases which may harm our business, results of operations and financial condition; we may not be able to successfully introduce new products and services to meet our growth and profitability objectives, and current and future products and services may not adequately address customer needs and may not achieve broad market acceptance, which could harm our operating results and financial condition; any failure to maintain reliable and responsive service levels for our offerings could cause us to lose customers and negatively impact our revenues and profitability; any significant product quality problems or delays in our products could harm our revenue, earnings and reputation; our participation in the Free File Alliance may result in lost revenue opportunities and cannibalization of our traditional paid franchise; any failure to properly use and protect personal customer information could harm our revenue, earnings and reputation; our acquisition activities may be disruptive to Intuit and may not result in expected benefits; our use of significant amounts of debt to finance acquisitions or other activities could harm our financial condition and results of operations; our revenue and earnings are highly seasonal and the timing of our revenue between quarters is difficult to predict, which may cause significant quarterly fluctuations in our financial results; predicting taxrelated revenues is challenging due to the heavy concentration of activity in a short time period; we have implemented, and are continuing to upgrade, new information systems and any problems with these new systems could interfere with our ability to deliver products and services and gather information to effectively manage our business; our financial position may not make repurchasing shares advisable or we may issue additional shares in an acquisition causing our number of outstanding shares to grow; and litigation involving intellectual property, antitrust, shareholder and other matters may increase our costs. More details about these and other risks that may impact our business are included in our Form 10-K for fiscal 2008 and in our other SEC filings. You can locate these reports through our website at http://www.intuit.com/about intuit/investors. Forward-looking statements are based on information as of February 19, 2009, and we do not undertake any duty to update any forward-looking statement or other information in these remarks.

