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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>COOK SCOTT D</u>  (Last) (First) (Middle) <u>C/O INTUIT INC.</u> <u>2700 COAST AVENUE</u>  (Street) <u>MOUNTAIN VIEW</u> <u>CA</u> <u>94043</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>INTUIT INC [ INTU ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman, Executive Committee</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/05/2006</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/05/2006		G	V	100,000	D	(1)	27,697,244 <sup>(2)</sup>	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		541	D	\$30.95	27,696,703	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		500	D	\$30.954	27,696,203	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		500	D	\$30.9588	27,695,703	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		1,459	D	\$30.9656	27,694,244	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		1,000	D	\$30.97	27,693,244	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		1,500	D	\$30.972	27,691,744	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		700	D	\$30.9729	27,691,044	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		5,000	D	\$30.9732	27,686,044	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		5,000	D	\$30.9736	27,681,044	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		1,000	D	\$30.974	27,680,044	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		1,509	D	\$30.978	27,678,535	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		537	D	\$30.9781	27,677,998	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		543	D	\$30.9782	27,677,455	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		5,630	D	\$30.98	27,671,825	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		400	D	\$30.9825	27,671,425	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		600	D	\$30.9833	27,670,825	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		100	D	\$30.99	27,670,725	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		1,300	D	\$30.9908	27,669,425	I	By Trust <sup>(3)</sup>

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	(A) or (D)	Price			
Common Stock	12/05/2006		S		25,540	D	\$31	27,643,885	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		500	D	\$31.002	27,643,385	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		586	D	\$31.0068	27,642,799	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		500	D	\$31.012	27,642,299	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		500	D	\$31.016	27,641,799	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		2,800	D	\$31.02	27,638,999	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		500	D	\$31.022	27,638,499	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		3,411	D	\$31.0272	27,635,088	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		1,100	D	\$31.0291	27,633,988	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		2,300	D	\$31.03	27,631,688	I	By Trust <sup>(3)</sup>
Common Stock	12/05/2006		S		500	D	\$31.032	27,631,188	I	By Trust <sup>(3)</sup>

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$17.5							08/01/2004	08/01/2010	Common Stock	200,000		200,000	D	
Non-Qualified Stock Option	\$23.0313							12/01/2004	10/23/2011	Common Stock	1,000		1,000	D	
Non-Qualified Stock Option (right to buy)	\$4.5							08/01/2001	08/01/2007	Common Stock	900,000		900,000	D	

**Explanation of Responses:**

- Gift of shares; no price to be reported.
- Includes 13,898,622 shares issued in connection with a 2-for-1 stock split on 7/6/2006.
- Shares held in Trust by the Scott D. Cook and Helen Signe Ostby Family Trust UTA 12/30/03, the Scott D. Cook and Helen Signe Ostby 1994 Charitable Trust UTA DTD 12/30/94, and the Scott D. Cook and Helen Signe Ostby 1993 Grantor Retained Annuity Trust. The reporting person is a trustee of each of these trusts.

**Remarks:**

Remarks: Form 4 Filing 1 of 6: Related transactions effected by the reporting person on December 5, 2006 are reported on an additional Form 4. The numbers of non-derivative and derivative securities beneficially owned by the reporting person have been adjusted to reflect the 2-for-1 stock split effective on July 6, 2006.

/s/ Tyler R. Cozzens under a  
Confirming Statement

12/07/2006

\*\* Signature of Reporting Person

Date

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

\* 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).

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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