FORM 4

### **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPRO
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l	OMB Number:	3235-0287
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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* SMITH BRAD D			2. Issuer Name <b>and</b> Ticker or Trading Symbol INTUIT INC INTU		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
SWITH BRAD D				X	Director	10% Owner				
(Last) (First) (Middle)		(Middle)		X	Officer (give title below)	Other (specify below)				
			3. Date of Earliest Transaction (Month/Day/Year) 02/22/2010		President, CEO a	and Director				
2700 COAST AVENUE			02/22/2010							
(Street)										
(Street) MOUNTAIN VIEW CA 94		94043	If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi	Individual or Joint/Group Filing (Check Applicable  X Form filed by One Reporting Person  Form filed by More than One Reporting F					
(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. Transac Code (Ir 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount			(Instr. 3 and 4)		(Instr. 4)
Common Stock	02/22/2010		M <sup>(1)</sup>		20,000	A	\$21.43	87,573	D	
Common Stock	02/22/2010		M <sup>(1)</sup>		30,000	A	\$21.07	117,573	D	
Common Stock	02/22/2010		<b>S</b> <sup>(1)</sup>		50,000	D	\$32.4159 <sup>(2)</sup>	67,573	D	

# 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. Transac Code (li 8)			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	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		Transaction(s) (Instr. 4)		
Non-Qualified Stock Option (right to buy)	\$21.43	02/22/2010		M <sup>(1)</sup>			20,000	08/01/2006	08/01/2010	Common Stock	20,000	\$0	0	D	
Non-Qualified Stock Option (right to buy)	\$21.07	02/22/2010		M <sup>(1)</sup>			30,000	03/22/2007	03/21/2011	Common Stock	30,000	\$0	20,000	D	

#### Explanation of Responses:

- 1. Transactions were effected pursuant to a 10b5-1plan adopted by the reporting person.
- 2. This transaction was executed in multiple trades at prices ranging from \$32.20 to \$32.74 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.

### Remarks:

/s/ Tyler Cozzens, under a Confirming Statement

02/23/2010

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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).

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

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 Number.