

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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>SMITH BRAD 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) CEO & President
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/20/2011</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 Derivative 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			

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
Non-Qualified Stock Option (right to buy)	\$47.79	07/20/2011		A		110,496		(1)	07/19/2018	Common Stock	110,496	\$0	110,496	D	
Restricted Stock Unit	(2)	07/20/2011		A		29,845		(3)	(4)	Common Stock	29,845	\$0	29,845	D	
Restricted Stock Unit (performance-based vesting)	(2)	07/20/2011		A		111,421		(5)	(4)	Common Stock	111,421	\$0	111,421	D	
Restricted Stock Unit (performance-based vesting)	(2)	07/20/2011		A		122,441		(6)	(4)	Common Stock	122,441	\$0	122,441	D	

Explanation of Responses:

- 50% of the options vest on 7/20/2014; the remaining options vest on 7/20/2016.
- 1-for-1
- 50% of these restricted stock units vest on 7/1/2014 and the remaining 50% vest on 7/1/2016, provided the issuer achieves a pre-established minimum operating goal.
- Restricted Stock Units have no expiration date; they either vest or are canceled prior to vest date.
- The maximum number of units subject to the award is presented in the table; the number of units that vest may be 0%-100% of this number ("awarded units"), depending upon performance. Following the achievement by the issuer of certain pre-established 3-year operating goals, 50% of the awarded units will vest on each of 9/1/2014 and 9/1/2016. Vested restricted stock units will be paid in an equal number of shares of Intuit Inc. common stock.
- The maximum number of units subject to the award is presented in the table; the number of units that vest may be 0%-100% of this number ("awarded units"), depending upon performance. Following the achievement by the issuer of certain total shareholder return objectives, 50% of the awarded units will vest on each of 9/1/2014 and 9/1/2016. Vested restricted stock units will be paid in an equal number of shares of Intuit Inc. common stock.

Remarks:

/s/ Kerry McLean, by power-of-attorney 07/22/2011

** 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.

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.

POWER OF ATTORNEY

The undersigned hereby appoints the General Counsel of Intuit Inc. and each of Monifa Clayton, Tyler Cozzens, Christina Hall and Kerry McLean, signing singly, the undersigned's true and lawful attorney in fact to:

- (1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the 'SEC') a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 (the 'Exchange Act') or any rule or regulation of the SEC;
- (2) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Intuit Inc. (the 'Company'), Forms 3, 4, and 5 in accordance with Section 16(a) of the Exchange Act and the rules thereunder;
- (3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, and 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney in fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney in fact may approve in such attorney in fact's discretion.

The undersigned hereby grants to each such attorney in fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present with full power of substitution or revocation, hereby ratifying and confirming all that such attorney in fact, or such attorney in fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned

acknowledges that the foregoing attorneys in fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, or 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Company's General Counsel. Should a named attorney in fact terminate employment with the Company, this Power of Attorney shall be deemed revoked singly with respect to such departing attorney in fact and shall remain in full force and effect with respect to each of the foregoing attorneys in fact then employed by the Company until terminated pursuant to the preceding sentence.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 18th day of January, 2011.

/s/ Brad D. Smith

Name: Brad D. Smith