SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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* FLOURNOY MARK J			2. Date of Event Requiring Statement (Month/Day/Year) 02/10/2014		3. Issuer Name and Ticker or Trading Symbol INTUIT INC [INTU]					
(Last) (First) (Middle) C/O INTUIT INC. 2700 COAST AVENUE				4. Relationship of Reporting Person(s (Check all applicable) Director X Officer (give title below) VP, Chief Accountin	10% Owner Other (specif below)	(Mo	Amendment, Dat nth/Day/Year)	te of Original Filed		
(Street) MOUNTAIN VIEW (City) (State) (Zip)							App	licable Line)	Group Filing (Check y One Reporting Person y More than One Reporting	
			Table I - No	n-Deriva	tive Securities Beneficially	Owned				
1. Title of Security (Instr. 4)					. Amount of Securities Seneficially Owned (Instr. 4)				4. Nature of Indirect Beneficial Ownership (Instr. 5)	
					ve Securities Beneficially O ants, options, convertible s					
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable an Expiration Date (Month/Day/Year)		d 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	5. Ownership Form: Direct (D) or	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiratior Date	Title	Amount or Number of Shares	Price of Derivative Security	Indirect (I) (Instr. 5)		
Non-Qualified Stock Option (right to buy)			(1)	07/19/2018	3 Common Stock	825	47.79	D		
Non-Qualified Stock Option (right to buy)			(2)	07/24/2019	Common Stock	4,760	56.52	D		
Restricted Stock Unit			07/01/2014 ⁽³⁾	(4)	Common Stock	382	(5)	D		
Restricted Stock Unit (MSPP Purchased Unit)			08/19/2011 ⁽⁶⁾	(4)	Common Stock	143	(5)	D		
Restricted Stock Unit (MSPP Matching Unit)			08/19/2014 ⁽⁷⁾	(4)	Common Stock	143	(5)	D		
Restricted Stock Unit ⁽⁸⁾			(9)	(4)	Common Stock	1,351	(5)	D		
Restricted Stock Unit (MSPP Purchased Unit) ⁽⁸⁾			08/17/2012 ⁽⁶⁾	(4)	Common Stock	67	(5)	D		
Restricted Stock Unit (MSPP Matching Unit) ⁽⁸⁾			08/17/2015 ⁽⁷⁾	(4)	Common Stock	67	(5)	D		
Restricted Stock Unit ⁽⁸⁾			(10)	(4)	Common Stock	4,155	(5)	D		
Restricted Stock Unit (MSPP Purchased Unit) ⁽⁸⁾			08/16/2013 ⁽⁶⁾	(4)	Common Stock	53	(5)	D		
Restricted Stock Unit (MSPP Matching Unit) ⁽⁸⁾			08/16/2016 ⁽⁷⁾	(4)	Common Stock	53	(5)	D		

Explanation of Responses:

1. Currently, 118 options are vested. Options vest monthly such that the award is fully vested on 7/20/2014.

2. Currently, 250 options are vested. Options vest monthly such that the award is fully vested on 7/25/2015.

3. Represents vesting date for Restricted Stock Units.

4. Restricted Stock Units do not expire; they either vest or are cancelled prior to vesting date.

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6. Represents vesting date for Management Stock Purchase Program (MSPP) Purchased RSU.

7. Represents vesting date for Management Stock Purchase Program (MSPP) Matching RSU.

8. Dividend rights accrue on the underlying shares for this award and settle in cash upon issuance of those shares.

9. 675 of the RSUs will vest on 7/1/2014 and 676 of the RSUs will vest on 7/1/2015.

10. One third of the RSUs will vest on each of 7/1/2014, 7/1/2015 and 7/1/2016.

Remarks:

/s/ Kerry McLean, by power of

attorney ** Signature of Reporting Person 02/13/2014

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 5 (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.

OMB APPROVAL

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5 The undersigned hereby appoints the General Counsel of Intuit Inc. and each of Betsy McBride, Kerry McLean, and Ben Schwartz 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 Form3, 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 10th day of February, 2014.

/s/ Mark J. Flournoy Name: Mark J. Flournoy