# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

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	a) of the	Securities	Exchange	Act of 1	1934
or Section	1 30(h) of the	Investm	ent Compa	any Act of '	1940	

ting Person(s) to Issuer			
10% Owner			
tle Other (specify below)			
Small Business			
1 0			
X Form filed by One Reporting Person Form filed by More than One Reporti			

### 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)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	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	(Instr. 3 and 4)		(1150. 4)
Common Stock	06/03/2014		М		25,000	Α	\$30	42,265 <sup>(1)</sup>	D	
Common Stock	06/03/2014		М		50,000	A	\$27.68	92,265	D	
Common Stock	06/03/2014		S		75,000	D	<b>\$79.2696</b> <sup>(2)</sup>	17,265	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)		Derivative		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)	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)	\$30	06/03/2014		М			25,000	01/29/2011	02/10/2015	Common Stock	25,000	\$ <mark>0</mark>	0	D	
Non-Qualified Stock Option (right to buy)	\$27.68	06/03/2014		М			50,000	07/23/2011	07/22/2015	Common Stock	50,000	\$ <b>0</b>	0	D	

#### Explanation of Responses:

1. Includes 256 shares acquired by the reporting person on 3/14/2014 through the Intuit Inc. Employee Stock Purchase Plan.

2. This transaction was executed in multiple trades ranging from \$79.25 to \$79.36. 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/ Kerry McLean, under power-of-06/04/2014

attorney

\*\* 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.

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