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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*<br><u>Wernikoff Daniel A</u><br><br>(Last) (First) (Middle)<br>C/O INTUIT INC.<br>2700 COAST AVENUE<br><br>(Street)<br>MOUNTAIN CA 94043<br>VIEW<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>INTUIT INC [ INTU ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>SVP, Small Business Group</u> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>07/24/2014</u>     |  |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)  |   |  |

**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 |   |  |   |

**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)                        | \$82.59  | 07/24/2014                           |  | A                              |   | 67,350   |     | (1)  | 07/23/2021      | Common Stock  | 67,350                                     | \$0  | 67,350  | D  |       |
| Restricted Stock Unit <sup>(2)</sup>                             | (3)  | 07/24/2014                           |  | A                              |   | 12,100   |     | (4)  | (5)             | Common Stock  | 12,100                                     | \$0  | 12,100  | D  |       |
| Restricted Stock Unit (performance-based vesting) <sup>(2)</sup> | (3)  | 07/24/2014                           |  | A                              |   | 54,500   |     | (6)  | (5)             | Common Stock  | 54,500                                     | \$0  | 54,500  | D  |       |

**Explanation of Responses:**

- One third of the options vest on 7/24/2015; thereafter, 2.778% of the options vest on the 24th of each of the following 24 months.
- Dividend rights accrue on the underlying shares for this award and settle in cash upon vesting and issuance of those shares.
- 1-for-1
- One third of the Restricted Stock Units vest on each of 7/1/2015, 7/1/2016, and 7/1/2017.
- 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 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, the awarded units will vest on 9/1/2017. 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. 07/25/2014

\*\* 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.