

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>DALZELL RICHARD L</u> (Last) (First) (Middle) <u>C/O INTUIT INC.</u> <u>2700 COAST AVENUE</u> (Street) <u>MOUNTAIN CA 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 Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/23/2015</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
Restricted Stock Unit	(I)	01/23/2015		A		2,907		01/01/2016 ⁽²⁾	01/23/2022 ⁽³⁾	Common Stock	2,907	\$0	2,907	D	
Restricted Stock Unit	(I)	01/23/2015		A		838		01/01/2016 ⁽⁴⁾	01/23/2022 ⁽³⁾	Common Stock	838	\$0	838	D	
Restricted Stock Unit	(I)	01/23/2015		A		950		01/31/2015 ⁽⁵⁾	01/23/2022 ⁽³⁾	Common Stock	950	\$89.42 ⁽⁶⁾	950	D	

Explanation of Responses:

- 1-for-1
- Represents vesting date for restricted stock units.
- This award is subject to deferred release. The reported date represents the release date for vested restricted stock units. Restricted stock units have no expiration date; they vest or are canceled prior to the vesting date.
- Represents earliest vesting date for these restricted stock units. 50% of the restricted stock units vest on each of 1/1/2016 and 1/1/2017.
- Represents earliest vesting date for these restricted stock units. 25% of the awarded restricted stock units vest on each of 1/31/2015, 4/30/2015, 7/31/2015, and 10/31/2015.
- Fair Market Value of Intuit Inc. Common Stock on date of grant; award pursuant to reporting person's election to receive payment of director's fees in the form of restricted stock units.

Remarks:

/s/ Kerry McLean, by power-of-attorney 01/26/2015

** 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.