

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
 Estimated average burden hours per response: 0.5

**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>FENNEL LAURA 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 (Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>EVP, Gen. Counsel &amp; Corp. Sec.</u> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>07/01/2016</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    |   |  |   |
| Common Stock                    | 07/01/2016                           |  | M                              |   | 2,334   | A          | \$0      | 3,864   | D  |   |
| Common Stock                    | 07/01/2016                           |  | M                              |   | 3,016   | A          | \$0      | 6,880   | D  |   |
| Common Stock                    | 07/01/2016                           |  | M                              |   | 3,885   | A          | \$0      | 10,765  | D  |   |
| Common Stock                    | 07/01/2016                           |  | F                              |   | 4,820   | D          | \$111.91 | 5,945   | 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. 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   | Amount or Number of Shares |  |  |   |  |
| Restricted Stock Unit                      | (1)  | 07/01/2016                           |  | M                              |   |  | 2,334 | 07/01/2016 <sup>(2)</sup>                                | (3)             | Common Stock  | 2,334                      | \$0  | 0  | D   |  |
| Restricted Stock Unit                      | (1)  | 07/01/2016                           |  | M                              |   |  | 3,016 | 07/01/2016 <sup>(2)</sup>                                | (3)             | Common Stock  | 3,016                      | \$0  | 3,017  | D   |  |
| Restricted Stock Unit                      | (1)  | 07/01/2016                           |  | M                              |   |  | 3,885 | 07/01/2016 <sup>(2)</sup>                                | (3)             | Common Stock  | 3,885                      | \$0  | 7,770  | D   |  |

**Explanation of Responses:**

- 1. 1-for-1
- 2. Represents vest date for Restricted Stock Units.
- 3. Restricted Stock Units do not expire; they either vest or are canceled prior to vest date.

**Remarks:**

/s/ Elizabeth McBride, by power-of-attorney 07/06/2016

\*\* 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.