

**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<br><u>Williams R Neil</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><b>EVP &amp; CFO</b> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br>09/12/2017            |  |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)  |   | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person   |

**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                    | 09/12/2017                           |  | M                              |   | 34,728  | A          | \$56.52                   | 64,620  | D  |   |
| Common Stock                    | 09/12/2017                           |  | S                              |   | 34,728  | D          | \$141.0283 <sup>(1)</sup> | 29,892  | D  |   |
| Common Stock                    | 09/12/2017                           |  | M                              |   | 53,000  | A          | \$63.11                   | 82,892  | D  |   |
| Common Stock                    | 09/12/2017                           |  | S                              |   | 53,000  | D          | \$141                     | 29,892  | D  |   |
| Common Stock                    | 09/12/2017                           |  | M                              |   | 70,750  | A          | \$82.59                   | 100,642   | D  |   |
| Common Stock                    | 09/12/2017                           |  | S                              |   | 100   | D          | \$141.01                  | 100,542   | D  |   |
| Common Stock                    | 09/12/2017                           |  | S                              |   | 70,650  | D          | \$141                     | 29,892  | D  |   |
| Common Stock                    | 09/12/2017                           |  | S                              |   | 26,107  | D          | \$141.7336 <sup>(2)</sup> | 3,785   | 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 |
| Non-Qualified Stock Option (right to buy)  | \$56.52  | 09/12/2017                           |  | M                              |   |  | 34,728 | 07/25/2015 <sup>(3)</sup>                                | 07/24/2019      | Common Stock  | 34,728                                     | \$0  | 0   | D  |       |
| Non-Qualified Stock Option (right to buy)  | \$63.11  | 09/12/2017                           |  | M                              |   |  | 53,000 | 07/24/2016 <sup>(3)</sup>                                | 07/23/2020      | Common Stock  | 53,000                                     | \$0  | 0   | D  |       |
| Non-Qualified Stock Option (right to buy)  | \$82.59  | 09/12/2017                           |  | M                              |   |  | 70,750 | 07/24/2017 <sup>(3)</sup>                                | 07/23/2021      | Common Stock  | 70,750                                     | \$0  | 0   | D  |       |

**Explanation of Responses:**

- This transaction was executed in multiple trades ranging from \$141.00 to \$141.37. 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.
- This transaction was executed in multiple trades ranging from \$141.51 to \$141.92. 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.
- Represents the date the award was fully vested.

**Remarks:**

/s/ Benjamin Schwartz, by power- 09/13/2017  
of-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.

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