

**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>FENNEL LAURA A</u>  (Last) (First) (Middle) C/O INTUIT INC. 2700 COAST AVENUE  (Street) MOUNTAIN CA 94043 VIEW CA 94043  (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) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) EVP, People and Places
	3. Date of Earliest Transaction (Month/Day/Year) 12/12/2019	
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	12/12/2019		M		63	A	\$0	44,866	D	
Common Stock	12/12/2019		M		649	A	\$0	45,515	D	
Common Stock	12/12/2019		M		257	A	\$0	45,772	D	
Common Stock	12/12/2019		M		78	A	\$0	45,850	D	
Common Stock	12/12/2019		M		9	A	\$0	45,859	D	
Common Stock	12/12/2019		M		8	A	\$0	45,867	D	
Common Stock	12/12/2019		M		2	A	\$0	45,869	D	
Common Stock	12/12/2019		F		1,066	D	\$252.75	44,803	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
Restricted Stock Unit	(1)	12/12/2019		M			63	(2)	(3)	Common Stock	63	\$0	3,323	D	
Restricted Stock Unit - performance-based vesting	(1)	12/12/2019		M			649	(4)	(3)	Common Stock	649	\$0	19,356 <sup>(5)</sup>	D	
Restricted Stock Unit - performance-based vesting	(1)	12/12/2019		M			257	(6)	(3)	Common Stock	257	\$0	13,440 <sup>(5)</sup>	D	
Restricted Stock Unit - performance-based vesting	(1)	12/12/2019		M			78	(7)	(3)	Common Stock	78	\$0	12,468 <sup>(5)</sup>	D	
Restricted Stock Unit (MSPP Matching Award)	(1)	12/12/2019		M			9	08/11/2020 <sup>(8)</sup>	(3)	Common Stock	9	\$0	553	D	
Restricted Stock Unit (MSPP Matching Award)	(1)	12/12/2019		M			8	08/10/2021 <sup>(8)</sup>	(3)	Common Stock	8	\$0	498	D	
Restricted Stock Unit (MSPP Matching Award)	(1)	12/12/2019		M			2	08/09/2022 <sup>(8)</sup>	(3)	Common Stock	2	\$0	391	D	

**Explanation of Responses:**

- 1-for-1
- One third of the 10,158 awarded Restricted Stock Units vest on each of 7/1/2018, 7/1/2019, and 7/1/2020. The issuer has accelerated vesting and issuance of this portion of the award to accommodate forfeiture of shares related to employment tax withholding obligations of the reporting person arising in connection with retirement eligibility.
- Restricted Stock Units have no expiration date; they either vest or are canceled prior to vesting date.
- Following achievement by the issuer of certain total shareholder return objectives, awarded units will vest on 9/1/2020. The issuer has accelerated vesting and issuance of this portion of the award to accommodate forfeiture of shares related to employment tax withholding obligations of the reporting person arising in connection with retirement eligibility.

5. Represents target number of units subject to the award; the number that vest may be 0% - 200% of this number, depending upon performance.

6. Following achievement by the issuer of certain total shareholder return objectives, awarded units will vest on 9/1/2021. The issuer has accelerated vesting and issuance of this portion of the award to accommodate forfeiture of shares related to employment tax withholding obligations of the reporting person arising in connection with retirement eligibility.

7. Following achievement by the issuer of certain total shareholder return objectives, awarded units will vest on 9/1/2022. The issuer has accelerated vesting and issuance of this portion of the award to accommodate forfeiture of shares related to employment tax withholding obligations of the reporting person arising in connection with retirement eligibility.

8. Represents vesting and settlement date for Restricted Stock Units (MSPP Matching Award). The issuer has accelerated vesting and issuance of this portion of the award to accommodate forfeiture of shares related to employment tax withholding obligations of the reporting person arising in connection with retirement eligibility.

**Remarks:**

/s/ Erick Rivero, by power-of-attorney

12/16/2019

\*\* 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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