

COOK SCOTT D

Form 4

December 22, 2017

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
COOK SCOTT D

(Last) (First) (Middle)

**C/O INTUIT INC., 2700 COAST
AVENUE**

(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

INTUIT INC [INTU]

3. Date of Earliest Transaction
(Month/Day/Year)

12/20/2017

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

Chairman of Exec. Committee

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person
☐ 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	12/20/2017		S <u>(1)</u>		46,989	D \$ 158.9298 <u>(2)</u>	11,605,394	I	By Trusts
Common Stock	12/20/2017		S <u>(1)</u>		60,711	D \$ 159.3332 <u>(3)</u>	11,544,683	I	By Trusts
Common Stock	12/20/2017		S <u>(1)</u>		1,138	D \$ 160.2959 <u>(4)</u>	11,543,545	I	By Trusts
Common Stock	12/21/2017		S <u>(1)</u>		66,457	D \$ 158.6396	11,477,088	I	By Trusts

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Common Stock	12/21/2017	S ⁽¹⁾	9,438	D	⁽⁵⁾ \$ 159.1852 ⁽⁶⁾	11,467,650	I	By Trusts ⁽⁷⁾
Common Stock						152,001	I	By Trusts ⁽⁸⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
COOK SCOTT D C/O INTUIT INC. 2700 COAST AVENUE MOUNTAIN VIEW, CA 94043	X Chairman of Exec. Committee

Signatures

/s/ Elizabeth McBride, by
power-of-attorney

12/22/2017

**Signature of Reporting Person

Date

Explanation of Responses:

* 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).

- (1) Transaction effected pursuant to a 10b5-1 trading plan adopted in June 2017.

This transaction was executed in multiple trades ranging from \$158.20 to \$159.18. The price reported above reflects the weighted average

- (2) 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 \$159.19 to \$160.17. The price reported above reflects the weighted average

- (3) 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 \$160.18 to \$160.30. The price reported above reflects the weighted average

- (4) 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 \$158.02 to \$159.00. The price reported above reflects the weighted average

- (5) 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 \$159.01 to \$159.41. The price reported above reflects the weighted average

- (6) 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.

Shares held in trusts as follows: 10,476,176 shares held by the Scott D. Cook and Helen Signe Ostby Family Trust UTA 12/30/93; 43,868

- (7) shares held by the Scott D. Cook and Helen Signe Ostby 1994 Charitable Trust UTA 12/30/94; and 947,606 shares held by the 2017 Cook-Ostby CRUT.

- (8) Shares held in trusts for the benefit of family members, of which the reporting person is not a trustee but retains investment control.

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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