

Clatterbuck Michelle M
 Form 3
 February 05, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Clatterbuck Michelle M</p> <p>(Last) (First) (Middle)</p> <p>C/O INTUIT INC., 2700 COAST AVENUE</p> <p>(Street)</p> <p>MOUNTAIN VIEW, CA 94043</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>02/01/2018</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>INTUIT INC [INTU]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) EVP and CFO</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

<p>1. Title of Security (Instr. 4)</p>	<p>2. Amount of Securities Beneficially Owned (Instr. 4)</p>	<p>3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</p>	<p>4. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<p>1. Title of Derivative Security (Instr. 4)</p>	<p>2. Date Exercisable and Expiration Date (Month/Day/Year)</p> <p>Date Exercisable Expiration Date</p>	<p>3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)</p> <p>Title Amount or Number of Shares</p>	<p>4. Conversion or Exercise Price of Derivative Security</p>	<p>5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)</p>	<p>6. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
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(Instr. 5)

Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	07/22/2022	Common Stock	5,827 <u>(2)</u>	\$ 107.25	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(3)</u>	07/20/2023	Common Stock	10,198 <u>(2)</u>	\$ 113.19	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(4)</u>	07/19/2024	Common Stock	14,656 <u>(2)</u>	\$ 135.35	D	Â
Restricted Stock Unit	07/01/2018 ⁽⁵⁾	Â <u>(6)</u>	Common Stock	1,321	\$ <u>(7)</u>	D	Â
Restricted Stock Unit	Â <u>(8)</u>	Â <u>(6)</u>	Common Stock	1,842	\$ <u>(7)</u>	D	Â
Restricted Stock Unit	Â <u>(9)</u>	Â <u>(6)</u>	Common Stock	2,770	\$ <u>(7)</u>	D	Â
Restricted Stock Unit - performance-based vesting	09/01/2019 ⁽⁵⁾	Â <u>(6)</u>	Common Stock	5,638 <u>(10)</u>	\$ <u>(7)</u>	D	Â
Restricted Stock Unit - performance-based vesting	09/01/2020 ⁽⁵⁾	Â <u>(6)</u>	Common Stock	5,618 <u>(11)</u>	\$ <u>(7)</u>	D	Â
Restricted Stock Unit (MSPP Purchased Award)	08/14/2018 ⁽¹²⁾	Â <u>(6)</u>	Common Stock	275	\$ <u>(7)</u>	D	Â
Restricted Stock Unit (MSPP Matching Award)	08/01/2018 ⁽⁵⁾	Â <u>(6)</u>	Common Stock	275	\$ <u>(7)</u>	D	Â
Restricted Stock Unit (MSPP Purchased Award)	08/12/2019 ⁽¹²⁾	Â <u>(6)</u>	Common Stock	295	\$ <u>(7)</u>	D	Â
Restricted Stock Unit (MSPP Matching Award)	08/12/2019 ⁽⁵⁾	Â <u>(6)</u>	Common Stock	295	\$ <u>(7)</u>	D	Â
Restricted Stock Unit (MSPP Purchased Award)	08/11/2020 ⁽¹²⁾	Â <u>(6)</u>	Common Stock	356	\$ <u>(7)</u>	D	Â
Restricted Stock Unit (MSPP Matching Award)	08/11/2020 ⁽⁵⁾	Â <u>(6)</u>	Common Stock	356	\$ <u>(7)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Clatterbuck Michelle M C/O INTUIT INC. 2700 COAST AVENUE	Â	Â	Â EVP and CFO	Â

MOUNTAIN VIEW, CA 94043

Signatures

/s/ Benjamin Schwartz, by
power-of-attorney

02/05/2018

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) One third of the 21,827 stock options granted on 7/23/2015 vested on 7/23/2016 and thereafter 2.778% of the options vest monthly such that the award is fully vested on the third anniversary of the grant date.
- (2) Represents the number of stock options outstanding on 2/1/2018.
- (3) One third of the 16,198 stock options granted on 7/21/2016 vested on 7/21/2017 and thereafter 2.778% of the options vest monthly such that the award is fully vested on the third anniversary of the grant date.
- (4) One third of the 14,656 stock options granted on 7/20/2017 will vest on 7/20/2018 and thereafter 2.778% of the options vest monthly such that the award is fully vested on the third anniversary of the grant date.
- (5) Represents vesting date for Restricted Stock Units.
- (6) Restricted Stock Units do not expire; they either vest or are canceled prior to vesting date.
- (7) 1-for-1
- (8) 50% of the outstanding Restricted Stock Units vest on each of 7/1/2018 and 7/1/2019.
- (9) One third of Restricted Stock Units vest on each of 7/1/2018, 7/1/2019, and 7/1/2020.

The target number of units subject to the award is presented in the table; the number that vests may be 0%-200% of this number ("awarded units"), depending upon performance. Following the achievement by the issuer of certain total shareholder return objectives, the awarded units will vest on 9/1/2019. Vested Restricted Stock Units will be paid in an equal number of shares of Intuit Inc. common stock.
- (10) The target number of units subject to the award is presented in the table; the number that vests may be 0%-200% of this number ("awarded units"), depending upon performance. Following the achievement by the issuer of certain total shareholder return objectives, the awarded units will vest on 9/1/2020. Vested Restricted Stock Units will be paid in an equal number of shares of Intuit Inc. common stock.
- (11) Represents release date for Restricted Stock Unit - MSPP Purchased Award.
- (12) Represents release date for Restricted Stock Unit - MSPP Purchased Award.

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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