

INTUIT INC
Form 3
August 02, 2013

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)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Wernikoff Daniel A		(Month/Day/Year)	INTUIT INC [INTU]	
(Last)	(First)	(Middle)	08/01/2013	
C/O INTUIT INC., 2700 COAST AVENUE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
MOUNTAIN VIEW, CA 94043			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			SVP, Small Bus. Fin. Solutions	6. Individual or Joint/Group Filing(Check Applicable Line)
				<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	4,867	D	

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

SEC 1473 (7-02)

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 control number.

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

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

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				Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Non-Qualified Stock Option (right to buy)	07/23/2011	07/22/2015	Common Stock	5,000	\$ 27.68	D	Â
Non-Qualified Stock Option (right to buy)	08/01/2011	09/09/2015	Common Stock	4,000	\$ 30.17	D	Â
Non-Qualified Stock Option (right to buy)	07/28/2012	07/27/2016	Common Stock	9,000	\$ 29.61	D	Â
Non-Qualified Stock Option (right to buy)	07/22/2013	07/21/2017	Common Stock	30,000	\$ 37.98	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	07/19/2018	Common Stock	10,498	\$ 47.79	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(2)</u>	07/24/2019	Common Stock	15,684	\$ 56.52	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(3)</u>	07/23/2020	Common Stock	53,000	\$ 63.11	D	Â
Restricted Stock Unit	07/01/2014 ⁽⁴⁾	Â <u>(5)</u>	Common Stock	946	\$ <u>(6)</u>	D	Â
Restricted Stock Unit (performance-based vesting)	09/01/2014 ⁽⁷⁾	Â <u>(5)</u>	Common Stock	11,632	\$ <u>(6)</u>	D	Â
Restricted Stock Unit (performance-based vesting)	09/01/2014 ⁽⁸⁾	Â <u>(5)</u>	Common Stock	10,585	\$ <u>(6)</u>	D	Â
Restricted Stock Unit (performance-based vesting) ⁽⁹⁾	09/01/2015 ⁽¹⁰⁾	Â <u>(5)</u>	Common Stock	16,438	\$ <u>(6)</u>	D	Â
Restricted Stock Unit (performance-based vesting) ⁽⁹⁾	09/01/2015 ⁽¹¹⁾	Â <u>(5)</u>	Common Stock	16,738	\$ <u>(6)</u>	D	Â
Restricted Stock Unit ⁽⁹⁾	Â <u>(12)</u>	Â <u>(5)</u>	Common Stock	2,349	\$ <u>(6)</u>	D	Â
Restricted Stock Unit (MSPP Purchased Award) ⁽⁹⁾	08/17/2015 ⁽¹³⁾	08/17/2015 ⁽¹³⁾	Common Stock	783	\$ <u>(6)</u>	D	Â
Restricted Stock Unit (MSPP Matching Award) ⁽⁹⁾	08/17/2015 ⁽¹⁴⁾	Â <u>(5)</u>	Common Stock	783	\$ <u>(6)</u>	D	Â
Restricted Stock Unit ⁽⁹⁾	Â <u>(15)</u>	Â <u>(5)</u>	Common Stock	9,000	\$ <u>(6)</u>	D	Â
	09/01/2016 ⁽¹⁶⁾	Â <u>(5)</u>		43,000	\$ <u>(6)</u>	D	Â

Restricted Stock Unit (performance-based vesting) ⁽⁹⁾		Common Stock					
Restricted Stock Unit (performance-based vesting) ⁽⁹⁾	09/01/2016 ⁽¹⁷⁾ \hat{A} ⁽⁵⁾	Common Stock	47,000	\$ ⁽⁶⁾	D	\hat{A}	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wernikoff Daniel A C/O INTUIT INC. 2700 COAST AVENUE MOUNTAIN VIEW, CA 94043	\hat{A}	\hat{A}	\hat{A} SVP, Small Bus. Fin. Solutions	\hat{A}

Signatures

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

08/02/2013

 **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 options vested on 7/20/2012; thereafter, 2.778% of the options vest monthly, such that the options are fully vested on the third anniversary of the 7/20/2011 grant date.
- (2) One third of the options vested on 7/25/2013; thereafter, 2.778% of the options vest monthly, such that the options are fully vested on the third anniversary of the 7/25/2012 grant date.
- (3) One third of the options will vest on 7/24/2014; thereafter, 2.778% of the options vest monthly, such that the options are fully vested on the third anniversary of the 7/24/2013 grant date.
- (4) Represents vesting date for Restricted Stock Units.
- (5) Restricted Stock Units do not expire; they either vest or are canceled prior to vest date.
- (6) 1-for-1
The maximum number of units subject to the award is presented in the table; the number of units that vest may be 0% -100% 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 9/1/2014. Vested restricted stock units will be paid in an equal number of shares of Intuit Inc. common stock.
- (7) The maximum number of units subject to the award is presented in the table; the number of units that vest may be 0% -100% of this number ("awarded units"), depending upon performance. Following the achievement by the issuer of certain pre-established 3-year operating goals, the awarded units will vest on 9/1/2014. Vested restricted stock units will be paid in an equal number of shares of Intuit Inc. common stock.
- (8) Dividend rights accrue on the underlying shares for this award and settle in cash upon vesting and issuance of those shares.
- (9) The maximum number of units subject to the award is presented in the table; the number of units that vest may be 0% -100% of this number ("awarded units"), depending upon performance. Following the achievement by the issuer of certain pre-established 3-year operating goals, the awarded units will vest on 9/1/2015. Vested restricted stock units will be paid in an equal number of shares of Intuit Inc. common stock.
- (10)
- (11)

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The maximum number of units subject to the award is presented in the table; the number of units that vest may be 0% -100% 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 9/1/2015. Vested restricted stock units will be paid in an equal number of shares of Intuit Inc. common stock.

- (12) 1,174 units will vest on 7/1/2014 and the remaining 1,175 units will vest on 7/1/2015.
- (13) Represents settlement date for Restricted Stock Units (MSPP Purchased Award); these securities do not expire.
- (14) Represents vesting and settlement date for Restricted Stock Units (MSPP Matching Award).
- (15) 1/3 of the Restricted Stock Units vest on each of 7/1/2014, 7/1/2015, and 7/1/2016.

- (16) The maximum number of units subject to the award is presented in the table; the number of units that vest may be 0% -100% of this number ("awarded units"), depending upon performance. Following the achievement by the issuer of certain pre-established 3-year operating goals, the awarded units will vest on 9/1/2016. Vested restricted stock units will be paid in an equal number of shares of Intuit Inc. common stock.

- (17) The maximum number of units subject to the award is presented in the table; the number of units that vest may be 0% -100% 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 9/1/2016. Vested restricted stock units will be paid in an equal number of shares of Intuit Inc. common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.