

INTUIT INC

Form 4

January 25, 2016

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 *
KANGAS EDWARD A

(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)
01/21/2016

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)

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 | 01/21/2016 | | M | | 4,554 | A \$ 0 | 4,554 D |
| Common Stock | 01/21/2016 | | M | | 4,083 | A \$ 0 | 8,637 D |
| Common Stock | 01/21/2016 | | M | | 1,638 | A \$ 0 | 10,275 D |
| Common Stock | 01/21/2016 | | M | | 3,550 | A \$ 0 | 13,825 D |
| Common Stock | 01/21/2016 | | M | | 2,907 | A \$ 0 | 16,732 D |

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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) | | | |
|---|---|---|---|---|---|--|-----|---|--------------------|-----------------|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Restricted Stock Unit | (1) | 01/21/2016 | | M | | 4,554 | | 01/21/2016(2) | (3) | Common Stock | 4,554 |
| Restricted Stock Unit | (1) | 01/21/2016 | | M | | 4,083 | | 01/21/2016(4) | (3) | Common Stock | 4,083 |
| Restricted Stock Unit | (1) | 01/21/2016 | | M | | 1,638 | | 01/21/2016(5) | (3) | Common Stock | 1,638 |
| Restricted Stock Unit | (1) | 01/21/2016 | | M | | 3,550 | | 01/21/2016(7) | (3) | Common Stock | 3,550 |
| Restricted Stock Unit | (1) | 01/21/2016 | | M | | 2,907 | | 01/21/2016(8) | (3) | Common Stock | 2,907 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| KANGAS EDWARD A C/O INTUIT INC. 2700 COAST AVENUE MOUNTAIN VIEW, CA 94043 | X | | | |

Signatures

/s/ Kerry McLean, by
power-of-attorney

01/25/2016

__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) 1-for-1
- (2) Represents release date for RSUs; vesting date was 1/1/2013.
- (3) Restricted Stock Units do not expire; they either vest or are canceled prior to vest date.
- (4) Represents release date for RSUs; vesting date was 1/1/2014.
- (5) Represents release date for RSUs; 25% of the RSUs vested on each of 1/31/14, 4/30/14, 7/31/14, and 10/31/14.
- (6) Fair Market Value of Intuit Inc. Common Stock on date of grant; award pursuant to reporting person's election to receive payment of director's fees in the form of restricted stock units.
- (7) Represents release date for RSUs; vesting date was 1/1/2015.
- (8) Represents release date for RSUs; vesting date was 1/1/2016.

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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