

INTUIT INC
Reported by
WILLIAMS R NEIL

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 07/26/10 for the Period Ending 07/22/10

Address	2700 COAST AVENUE MOUNTAIN VIEW, CA 94043
Telephone	650-944-6000
CIK	0000896878
Symbol	INTU
SIC Code	7372 - Prepackaged Software
Industry	Software & Programming
Sector	Technology
Fiscal Year	07/31

FORM 4

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

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[] 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(f) of the
Investment Company Act of 1940

1. Name and Address of Reporting Person * Williams R Neil (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 (MM/DD/YYYY) 7/22/2010 4. If Amendment, Date Original Filed (MM/DD/YYYY)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) SVP and CFO 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
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Non-Qualified Stock Option (right to buy)	\$37.98	7/22/2010		A		30425		(1)	7/21/2017	Common Stock	30425	\$0	30425	D	
Restricted Stock Unit	(2)	7/22/2010		A		8220		(3)	7/1/2013	Common Stock	8220	\$0	8220	D	
Restricted Stock Unit (performance-based vesting)	(2)	7/22/2010		A		19360 (4)			9/1/2013 9/1/2013	Common Stock	19360	\$0	19360	D	
Restricted Stock Unit (performance-based vesting)	(2)	7/22/2010		A		19360 (5)			9/1/2013 9/1/2013	Common Stock	19360	\$0	19360	D	

Explanation of Responses:

- (1) One third of the options vest on the first anniversary of the grant date; thereafter, 2.778% of the options vest on the monthly anniversary of the grant date such that the options are fully vested on the third anniversary of the grant date.
- (2) 1-for-1
- (3) These restricted stock units will vest as to one third of the shares on each of July 1, 2011, July 1, 2012 and July 1, 2013, provided that the issuer achieves a pre-established minimum operating goal.
- (4) The target number of units subject to the award is presented in the table. The units are scheduled to vest following the third anniversary of the grant date if the Company meets certain pre-established 3-year operating goals. The number of units that vest may be 0% to 160% of the target number of units, depending upon performance. The maximum number of units that may vest is 30,980 (160% of the target

number). Vested restricted stock units will be paid in an equal number of shares of Intuit Inc. common stock.

- (5) The target number of units subject to the award is presented in the table. The units are scheduled to vest following the third anniversary of the grant date if the Company meets certain total shareholder return objectives compared to a peer group. The number of units that vest may be 0% to 160% of the target number of units, depending upon performance. The maximum number of units that may vest is 30,980 (160% of the target number). Vested restricted stock units will be paid in an equal number of shares of Intuit Inc. common stock.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Williams R Neil C/O INTUIT INC. 2700 COAST AVENUE MOUNTAIN VIEW, CA 94043			SVP and CFO	

Signatures

/s/ Christina Hall, under a Confirming Statement

7/26/2010

** 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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