

INTUIT INC
Reported by
WILLIAMS R NEIL

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 09/25/14 for the Period Ending 09/24/14

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**

OMB APPROVAL
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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
or Section 30(h) 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) 9/24/2014 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			
Common Stock	9/24/2014		M		30425	A	\$37.98	61933	D	
Common Stock	9/24/2014		S		30425	D	\$86.5698 (1)	31508	D	
Common Stock	9/24/2014		M		34254	A	\$47.79	65762	D	
Common Stock	9/24/2014		S		34254	D	\$86.5111 (2)	31508	D	
Common Stock	9/24/2014		S		20000	D	\$86.554 (3)	11508	D	

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				
Non-Qualified Stock Option (right to buy)	\$37.98	9/24/2014		M		30425	(4)	7/21/2017	Common Stock	30425	\$0	0	D	
Non-Qualified Stock Option (right to buy)	\$47.79	9/24/2014		M		34254	(5)	7/19/2018	Common Stock	34254	\$0	0	D	

Explanation of Responses:

- (1) This transaction was executed in multiple trades ranging from \$86.50 to \$86.68. The price reported above reflects the weighted average 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.
- (2) This transaction was executed in multiple trades ranging from \$86.50 to \$86.62. The price reported above reflects the weighted average 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.

- (3) This transaction was executed in multiple trades ranging from \$86.50 to \$86.65. The price reported above reflects the weighted average 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.
- (4) One third of the options represented by this award vested on 7/22/2011; thereafter 2.778% of the options vested monthly such that the award was fully vested on 7/22/2013.
- (5) One third of the options represented by this award vested on 7/20/2012; thereafter 2.778% of the options vested monthly such that the award was fully vested on 7/20/2014.

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/ Elizabeth McBride, by power-of-attorney

9/25/2014

** 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.

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.

POWER OF ATTORNEY

The undersigned hereby appoints the General Counsel of Intuit Inc.

and each of Betsy McBride, Kerry McLean, and Ben Schwartz

signing singly, the undersigned's true and lawful

attorney in fact to:

(1) prepare, execute in the undersigned's name and on the undersigned's

behalf, and submit to the U.S. Securities and Exchange Commission

(the 'SEC') a Form ID, including amendments thereto, and any other

documents necessary or appropriate to obtain codes and passwords

enabling the undersigned to make electronic filings with the SEC of

reports required by Section 16(a) of the Securities Exchange Act of

1934 (the 'Exchange Act') or any rule or regulation of the SEC;

(2) execute for and on behalf of the undersigned, in the undersigned's

capacity as an officer and/or director of Intuit Inc. (the 'Company'),

Forms 3, 4, and 5 in accordance with Section 16(a) of the Exchange Act

and the rules thereunder;

(3) do and perform any and all acts for and on behalf of the undersigned

which may be necessary or desirable to complete and execute any such Form

3, 4, and 5, complete and execute any amendment or amendments thereto,

and timely file such form with the SEC and any stock exchange or similar

authority; and

(4) take any other action of any type whatsoever in connection with

the foregoing which, in the opinion of such attorney-in-fact, may be

of benefit to, in the best interest of, or legally required by, the

undersigned, it being understood that the documents executed by such

attorney in fact on behalf of the undersigned pursuant to this Power

of Attorney shall be in such form and shall contain such terms and

conditions as such attorney in fact may approve in such

attorney in fact's discretion.

The undersigned hereby grants to each such attorney in fact full

power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present with full power of substitution or revocation, hereby ratifying and confirming all that such attorney in fact, or such attorney in fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys in fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, or 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Company's General Counsel. Should a named attorney in fact terminate employment with the Company, this Power of Attorney shall be deemed revoked singly with respect to such departing attorney in fact and shall remain in full force and effect with respect to each of the foregoing attorneys in fact then employed by the Company until terminated pursuant to the preceding sentence.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 17th day of October, 2012.

/s/ R. Neil Williams

Name: R. Neil Williams