KANGAS EDWARD A

Form 4

February 04, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

0.5

January 31, Expires: 2005

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or

SECURITIES Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person ** KANGAS EDWARD A | | | 2. Issuer Name and Ticker or Trading Symbol INTUIT INC [INTU] | 5. Relationship of Reporting Person(s) to Issuer | | | |
|--|---------|----------|--|--|--|--|--|
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | (Check all applicable) | | | |
| | | | (Month/Day/Year) | X Director 10% Owner | | | |
| C/O INTUIT INC., 2700 COAST | | | 02/01/2013 | Officer (give title Other (specify | | | |
| AVENUE | | | | below) below) | | | |
| (Street) | | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | | |
| | | | Filed(Month/Day/Year) | Applicable Line) | | | |
| | | | | _X_ Form filed by One Reporting Person | | | |
| MOUNTAIN VIEW, CA 94043 | | | | Form filed by More than One Reporting Person | | | |
| (City) | (State) | (Zip) | Table I - Non-Derivative Securities Ad | equired Disposed of or Reneficially Owne | | | |

| (City) | (State) (Z | Zip) Table | I - Non-De | erivative S | ecuri | ties Acc | quired, Disposed o | of, or Beneficial | ly Owned |
|--------------------------------------|---|---|--|--|------------------|----------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactio Code (Instr. 8) | 4. Securities on Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following | 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 | Reported Transaction(s) (Instr. 3 and 4) | | |
| Common Stock | 02/01/2013 | | M | 928 | A | \$0 | 1,855 | D | |
| Common Stock | 02/01/2013 | | M | 927 | A | \$ 0 | 2,782 | D | |

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

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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. Transact Code (Instr. 8) | Derivative | | 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) | 02/01/2013 | | M | | 928 | 02/01/2013(2) | (3) | Common Stock | 928 |
| Restricted Stock Unit | <u>(1)</u> | 02/01/2013 | | M | | 927 | 02/01/2013(2) | (3) | Common Stock | 927 |

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Reporting Owners

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

Signatures

/s/ Kerry McLean, by power-of-attorney 02/04/2013

**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 issuance date for vested Restricted Stock Units.
- (3) Restricted Stock Units have no expiration date; they either vest or are canceled prior to vesting date.

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.

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