

INTUIT INC

Form 4

December 07, 2006

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 *
COOK SCOTT D

(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)
12/05/2006

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)
Chairman, Executive Committee

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	12/05/2006		G	V	100,000	D	<u>(1)</u>	27,697,244 <u>(2)</u>	I By Trust <u>(3)</u>
Common Stock	12/05/2006		S		541	D	\$ 30.95	27,696,703	I By Trust <u>(3)</u>
Common Stock	12/05/2006		S		500	D	\$ 30.954	27,696,203	I By Trust <u>(3)</u>
Common Stock	12/05/2006		S		500	D	\$ 30.9588	27,695,703	I By Trust <u>(3)</u>
Common Stock	12/05/2006		S		1,459	D	\$ 30.9656	27,694,244	I By Trust <u>(3)</u>

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Common Stock	12/05/2006	S	1,000	D	\$ 30.97	27,693,244	I	By Trust (3)
Common Stock	12/05/2006	S	1,500	D	\$ 30.972	27,691,744	I	By Trust (3)
Common Stock	12/05/2006	S	700	D	\$ 30.9729	27,691,044	I	By Trust (3)
Common Stock	12/05/2006	S	5,000	D	\$ 30.9732	27,686,044	I	By Trust (3)
Common Stock	12/05/2006	S	5,000	D	\$ 30.9736	27,681,044	I	By Trust (3)
Common Stock	12/05/2006	S	1,000	D	\$ 30.974	27,680,044	I	By Trust (3)
Common Stock	12/05/2006	S	1,509	D	\$ 30.978	27,678,535	I	By Trust (3)
Common Stock	12/05/2006	S	537	D	\$ 30.9781	27,677,998	I	By Trust (3)
Common Stock	12/05/2006	S	543	D	\$ 30.9782	27,677,455	I	By Trust (3)
Common Stock	12/05/2006	S	5,630	D	\$ 30.98	27,671,825	I	By Trust (3)
Common Stock	12/05/2006	S	400	D	\$ 30.9825	27,671,425	I	By Trust (3)
Common Stock	12/05/2006	S	600	D	\$ 30.9833	27,670,825	I	By Trust (3)
Common Stock	12/05/2006	S	100	D	\$ 30.99	27,670,725	I	By Trust (3)
Common Stock	12/05/2006	S	1,300	D	\$ 30.9908	27,669,425	I	By Trust (3)
Common Stock	12/05/2006	S	25,540	D	\$ 31	27,643,885	I	By Trust (3)
Common Stock	12/05/2006	S	500	D	\$ 31.002	27,643,385	I	By Trust (3)
Common Stock	12/05/2006	S	586	D	\$ 31.0068	27,642,799	I	By Trust (3)
Common Stock	12/05/2006	S	500	D	\$ 31.012	27,642,299	I	By Trust (3)
Common Stock	12/05/2006	S	500	D	\$ 31.016	27,641,799	I	By Trust (3)
Common Stock	12/05/2006	S	2,800	D	\$ 31.02	27,638,999	I	By Trust (3)
	12/05/2006	S	500	D	\$ 31.022	27,638,499	I	

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Common Stock								By Trust (3)
Common Stock	12/05/2006	S	3,411	D	\$ 31.0272	27,635,088	I	By Trust (3)
Common Stock	12/05/2006	S	1,100	D	\$ 31.0291	27,633,988	I	By Trust (3)
Common Stock	12/05/2006	S	2,300	D	\$ 31.03	27,631,688	I	By Trust (3)
Common Stock	12/05/2006	S	500	D	\$ 31.032	27,631,188	I	By Trust (3)

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

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(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 Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 17.5					08/01/2004	08/01/2010	Common Stock	200,000
Non-Qualified Stock Option	\$ 23.0313					12/01/2004	10/23/2011	Common Stock	1,000
Non-Qualified Stock Option (right to buy)	\$ 4.5					08/01/2001	08/01/2007	Common Stock	900,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

COOK SCOTT D
C/O INTUIT INC.
2700 COAST AVENUE
MOUNTAIN VIEW, CA 94043

X

Chairman, Executive Committee

Signatures

/s/ Tyler R. Cozzens under a Confirming
Statement

12/07/2006

__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) Gift of shares; no price to be reported.
- (2) Includes 13,898,622 shares issued in connection with a 2-for-1 stock split on 7/6/2006.
- (3) Shares held in Trust by the Scott D. Cook and Helen Signe Ostby Family Trust UTA 12/30/03, the Scott D. Cook and Helen Signe Ostby 1994 Charitable Trust UTA DTD 12/30/94, and the Scott D. Cook and Helen Signe Ostby 1993 Grantor Retained Annuity Trust. The reporting person is a trustee of each of these trusts.

Remarks:

Remarks: Form 4 Filing 1 of 6: Related transactions effected by the reporting person on December 5, 2006 are reported on an

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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