**INTUIT INC** Form 4 March 29, 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

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

**OMB APPROVAL** 

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * COOK SCOTT D			2. Issuer Name <b>and</b> Ticker or Trading Symbol INTUIT INC [INTU]	<ol> <li>Relationship of Reporting Person(s) to Issuer</li> <li>(Check all applicable)</li> </ol>		
(Last) (First) (Middle)  C/O INTUIT INC., 2700 COAST AVENUE		(Middle)	3. Date of Earliest Transaction	(eneck an applicable)		
		COAST	(Month/Day/Year) 03/28/2006	_X Director 10% Owner X Officer (give title Other (specification) below)  Chairman, Executive Committee		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
MOUNTAIN '	VIEW, CA	94043	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tal	ble I - Non-	-Derivative	Secur	ities Acquire	ed, Disposed of, o	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securitie orDisposed o (Instr. 3, 4	f (D)	uired (A) or	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)
Common Stock	03/28/2006		M	194,200	A	\$ 9	14,094,058	I	By Trust
Common Stock	03/28/2006		S	1,470	D	\$ 51.5	14,092,588	I	By Trust
Common Stock	03/28/2006		S	25,000	D	\$ 51.5003	14,067,588	I	By Trust
Common Stock	03/28/2006		S	4,432	D	\$ 51.5039	14,063,156	I	By Trust
Common Stock	03/28/2006		S	8,894	D	\$ 51.5065	14,054,262	I	By Trust

### Edgar Filing: INTUIT INC - Form 4

Common Stock	03/28/2006	S	8,604	D	\$ 51.5122	14,045,658	I	By Trust
Common Stock	03/28/2006	S	25,000	D	\$ 51.5165	14,020,658	I	By Trust
Common Stock	03/28/2006	S	5,000	D	\$ 51.5315	14,015,658	I	By Trust
Common Stock	03/28/2006	S	9,742	D	\$ 51.5377	14,005,916	I	By Trust
Common Stock	03/28/2006	S	2,388	D	\$ 51.57	14,003,528	I	By Trust
Common Stock	03/28/2006	S	9,958	D	\$ 51.61	13,993,570	I	By Trust
Common Stock	03/28/2006	S	17,700	D	\$ 51.6302	13,975,870	I	By Trust
Common Stock	03/28/2006	S	1,712	D	\$ 51.7047	13,974,158	I	By Trust
Common Stock	03/28/2006	S	13,000	D	\$ 51.7108	13,961,158	I	By Trust
Common Stock	03/28/2006	S	10,600	D	\$ 51.7116	13,950,558	I	By Trust
Common Stock	03/28/2006	S	3,000	D	\$ 51.7187	13,947,558	I	By Trust
Common Stock	03/28/2006	S	6,900	D	\$ 51.7346	13,940,658	I	By Trust
Common Stock	03/28/2006	S	3,500	D	\$ 51.752	13,937,158	I	By Trust
Common Stock	03/28/2006	S	15,127	D	\$ 51.7728	13,922,031	I	By Trust
Common Stock	03/28/2006	S	3,773	D	\$ 51.7924	13,918,258	I	By Trust
Common Stock	03/28/2006	S	4,872	D	\$ 51.8116	13,913,386	I	By Trust
Common Stock	03/28/2006	S	8,428	D	\$ 51.8295	13,904,958	I	By Trust
Common Stock	03/28/2006	S	5,100	D	\$ 51.9033	13,899,858	I	By Trust
Common Stock	03/29/2006	M	5,800	A	\$ 9	13,905,658	I	By Trust
Common Stock	03/29/2006	S	5,000	D	\$ 51.5	13,900,658	I	By Trust
	03/29/2006	S	400	D	\$ 51.51	13,900,258	I	

#### Edgar Filing: INTUIT INC - Form 4

Common Stock								By Trust
Common Stock	03/29/2006	S	400	D	\$ 51.53	13,899,858	I	By Trust

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

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.

SEC 1474

(9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

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. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am Nui Sha
Employee Non-Qualified Stock Option (right to buy)	\$ 9	03/28/2006		M	194,200	<u>(3)</u>	08/01/2007	Common Stock	19
Employee Non-Qualified Stock Option (right to buy)	\$ 9	03/29/2006		M	5,800	<u>(3)</u>	08/01/2007	Common Stock	5

# **Reporting Owners**

Reporting Owner Name / Address	Relationships 6S						
reporting of their remarks	Director	10% Owner	Officer	Other			
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 Con Statement	firming		03/29/2006				
**Signature of Reporting Person	on		Date				

Reporting Owners 3

Edgar Filing: INTUIT INC - Form 4

### **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).
- Shares held in Trust by the Scott D. Cook and Helen Signe Ostby Family Trust UTA 12/30/93, The Scott D. Cook and Helen Signe Ostby 1994 Charitable Trust UTA DTD 12/30/94, the Scott D. Cook and Helen Signe Ostby 1993 Grantor Retained Annuity Trust. The reporting person is a trustee of each of these trusts. Also includes 1,236 shares in trusts for the benefit of the reporting person's children.
- Includes the following shares held in trust: 13,732,180 shares held in trust by the Scott D. Cook and Helen Signe Ostby Family Trust

  UTA 12/30/93; 21,934 shares held in trust by The Scott D. Cook and Helen Signe Ostby 1994 Charitable Trust UTA DTD 12/30/94; and
  144,508 shares held by the Scott D. Cook and Helen Signe Ostby 1993 Grantor Retained Annuity Trust. The reporting person is a trustee of each of these trusts. Also includes 1,236 shares in trusts for the benefit of the reporting person's children.
- (3) 25% of the option shares vested on 8/1/98; thereafter 2.0833% of the option shares vested monthly for the following 36 months such that the option shares were fully vested on 8/1/2001.
- (4) Reporting person was awarded the option shares in connection with his employment.

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.