

INTUIT INC  
Form 8-K  
February 28, 2005

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

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**FORM 8-K**

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**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**February 25, 2005**

Date of report (Date of earliest event reported)

**INTUIT INC.**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**

(State or other Jurisdiction  
of Incorporation)

**000-21180**

(Commission File Number)

**77-0034661**

(I.R.S. Employer  
Identification No.)

**2700 Coast Avenue**

**Mountain View, CA 94043**

(Address of Principal Executive Offices, including zip code)

**(650) 944-6000**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 1.01 ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT**

On February 25, 2005, Intuit Inc. ( Intuit ) entered into a Share Repurchase Agreement (the Agreement ) with Stephen M. Bennett, the Company's Chief Executive Officer, pursuant to which the Company repurchased 15,945 shares of Intuit Common Stock (the Shares ) from Mr. Bennett at a price of \$41.81 per share (which was the closing price per share of Intuit Common Stock on The Nasdaq Stock Market on February 25, 2005), for an aggregate repurchase price of \$666,660.45. The entire repurchase price was remitted to federal and state taxing authorities to satisfy Mr. Bennett's federal, state and Medicare tax withholding obligations resulting from the vesting of 37,500 shares of Intuit Common Stock under his January 2000 new-hire restricted stock awards.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

(c) Exhibits

**Exhibit**

**Number**

**Exhibit Title or Description**

99.01 Share Repurchase Agreement between Intuit and Stephen M. Bennett, dated February 25, 2005

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 28, 2005

**INTUIT INC.**

By: /s/ Robert B. Henske  
Robert B. ("Brad") Henske  
Senior Vice President and Chief  
Financial Officer

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