INTUIT AGM Date: 2013-01-17

1a Re-Election of Mr Christopher W Brody **Oppose**

Presiding Non-Executive Director. Independent by company, not considered independent as he has served on the board for more than nine years. There are insufficient independent directors on the Board.

1b Re-Election of Mr William V Campbell **Oppose**

Non-Executive Chairman. Not independent by company, not considered independent as he is a former president and CEO of the company and also acted as interim CEO from September 1999 to January 2000. There are insufficient independent directors on the Board.

1c Re-Election of Mr Scott D Cook **Oppose**

Non-Executive Director. Not independent by the Company, not considered independent as Mr. Cook is the founder of the company and currently the beneficial owner of approximately 4.85% of the outstanding share equity. He is a former Chairman, CEO and President of the company. There are insufficient independent directors on the Board.

1d Re-Election of Ms Diane B Greene **For**

1e Re-Election of Mr Edward A Kangas **Oppose**

Non-Executive Director. Independent by company, not considered independent since Mr. Kankas was during fiscals 2010 and 2011 a director of companies with which Intuit conducts business in the ordinary course. The company has not disclosed the exact amount, which we regret. Instead, the company discloses that Intuit did not make payments to, or receive payments from any of these companies, in the current or any of the last three fiscal years that exceed 5% of Intuit's or any of the other parties' consolidated gross revenues. There is insufficient disclosure on the nature of these related party transactions, and there is also an assumption that the amount may be more than 1% of either parties gross revenue in the absence of a statement otherwise. On this basis and that there are insufficient independent directors on the board, Triodos opposes.

1f Re-Election of Ms Suzanne Nora Johnson **For**

1g Re-Election of Mr Dennis D Powell **Oppose**

Non-Executive Director. Independent by company, not considered independent since Mr. Powell is, or was during fiscals 2010 and 2011 a director of companies with which Intuit conducts business in the ordinary course. The company has not disclosed the exact amount, which we regret. Instead, the company discloses that Intuit did not make payments to, or receive payments from any of these companies, in the current or any of the last three fiscal years that exceed 5% of Intuit's or any of the other parties' consolidated gross revenues. There is considered to be insufficient disclosure of the nature of these related party transactions, and there is also an assumption that the amount may be more than 1% of either parties gross revenue in the absence of a statement otherwise. On this basis and that there are insufficient independent directors on the board according to our guidelines, Triodos opposes.

1h Re-Election of Mr Brad D Smith **For**

1i Elect Jeff Weiner **For**

2 Appoint the auditors **For**

3 Approve Pay Structure **Oppose**

As a result of SEC legislation (Section 951 of The Dodd-Frank Wall Street Reform and Consumer Protection Act), the company has submitted a proposal for shareholder ratification of its executive compensation policy and practices. The voting outcome for this resolution reflects the balance of our opinion on the adequacy of disclosure, the balance of performance and reward and the terms of executive employment. The compensation rating is: CDB (for 2011 it was: CDB)

Disclosure rating: C

The company has not disclosed targets for either the annual bonus or for the performance measures under the long-term plan.

Balance rating: D

Potentially compensation may be excessive due to restricted stock being awarded without performance conditions attached and the compensation committee's use of discretion when awarding annual bonuses. Stock options have no performance hurdles attached and they vest one-third per year over three years. It is considered best practice for long term awards to vest after a performance period of at least three years.

Contracts rating: B

The change in control agreements are potentially excessive considering accelerated vesting of long-term incentives followed by a change-in-control. The company has a recoupment policy, which is welcomed.

4 Approve Senior Executive Incentive Plan **Oppose**

The Senior Executive Incentive Plan first became effective on December 14, 2007, upon approval by stockholders at our 2007 Annual Meeting of Stockholders. In order to allow bonuses paid under the Senior Executive Incentive Plan to continue to qualify as fully tax-deductible “performance-based compensation” under Section 162(m) of the Internal Revenue Code (“Section 162(m)”), the Board is asking our stockholders to re-approve the material terms of the performance goals under the Senior Executive Incentive Plan.

Annual bonuses are conditional to company's performance and individual performance. The company's performance element account for 25% of the total awards, and awards are determined by a matrix operating two financial measures: revenue growth and non-GAAP operating income. Targets are not disclosed for either of the measures. In addition, there is no disclosure of the individual specific performance targets, which account for 75% of the total awards. Consequently, Triodos opposes.