

INTUIT INC.

BOARD OF DIRECTORS – CODE OF ETHICS

As amended July 25, 2012

1. **Purpose and Scope of Code of Ethics.** The purpose of the Board of Directors Code of Ethics (the “Code”) is to outline your ethical responsibilities as a director of Intuit. The Code applies to each member of the Board of Directors of Intuit.

2. **Honest and Ethical Conduct.** You have a responsibility to ensure that your conduct as a director is honest and ethical. Your responsibilities with respect to two specific situations are as follows:

A. **Conflicts of Interest.** You should avoid any situation that gives rise to a conflict of interest – either actual or apparent. A conflict of interest is a situation where your loyalties are (or appear to be) divided between Intuit and your personal interests (including those of any person or entity with whom you are affiliated). Some examples of situations where a conflict of interest might exist include:

- a transaction between Intuit and another company in which you have a personal or financial interest;
- a situation in which you (or any person or entity with whom you are affiliated) receive improper personal benefits as a result of your position with Intuit;
- acceptance of a gift from an individual or a company that deals with Intuit, where the gift is being made for the purpose of interfering with your objectivity.

If you believe a situation may exist in which you may have a conflict of interest, you must promptly notify Intuit’s General Counsel or the Chair of the Audit and Risk Committee so that the appropriate steps can be taken to address the situation. These steps may include recusing you from consideration by Intuit of any transaction in which you have a personal or financial interest, and approval of the transaction by the Audit and Risk Committee or other disinterested body of the Board of Directors.

B. **Corporate Business Opportunities.** You should avoid participation in any material business opportunities in which Intuit has already expressed an interest, or which are closely related to Intuit’s current business or its anticipated future plans, and competing with Intuit for business opportunities (each an “Intuit Opportunity”). If you believe a situation may exist in which you or any person or entity with which you are affiliated may participate in an Intuit Opportunity, you must promptly contact Intuit’s General Counsel or Chair of the Audit and Risk Committee to discuss the situation. The disinterested directors of the Board (with you abstaining) will determine (1) whether the situation represents an Intuit Opportunity, (2) whether you or any person or entity with which you are affiliated may participate in the Intuit Opportunity, and (3) the steps (if any) that should be taken to address the situation.

3. **Intuit Public Communications.** You have a responsibility to help promote full, fair, accurate, timely, and understandable disclosure in documents that Intuit submits or files with the SEC, and in its other public communications. If you have concerns about these issues in any proposed disclosure that you review, please discuss your concerns with Intuit’s General Counsel and/or its independent auditors.

4. **Compliance with Applicable Government Laws, Rules and Regulations.** You are expected to comply with applicable laws, rules and regulations. The Board has a responsibility to oversee Intuit’s compliance program and to help promote ethical behavior and compliance by Intuit and its employees with applicable laws, rules and regulations. If you have concerns about any compliance issues that come to your attention, please discuss them with Intuit’s General Counsel or the Ethics & Compliance Program Office.

5. **Compliance with and Enforcement of this Code.** You have a responsibility to review this Code at least annually, to raise any questions you may have, and to comply with this Code. If you become aware of any ethical or legal violation by yourself, any other Board member or Intuit employee, you have a responsibility to promptly report the violation to Intuit’s General Counsel or the Ethics & Compliance Program Office. Violations of this Code will be investigated by the Board or by a person or persons designated by the Board and appropriate action will be taken

in the event of a violation. Intuit and its directors and officers will not tolerate retaliation against individuals who report potential ethical and legal violations in good faith.

6. **Waivers.** Intuit's Board of Directors, Audit and Risk Committee or other committee of disinterested directors must approve any waiver of a provision under this Code. Any director who is requesting a waiver must abstain from voting with respect to the waiver. Any such waivers shall be publicly reported to the extent required by SEC, Nasdaq or other applicable rules and regulations. Any activities that are conducted with Board or committee approval shall be deemed to comply with this Code, and shall not be considered a waiver of this Code.

7. **Relationship to Other Intuit Policies, Procedures and Guidelines.** The responsibilities described in this Code are in addition to, and not instead of, any responsibilities described in any other Intuit policies, procedures or guidelines that apply to you. If you are an employee of Intuit, you also must comply with Intuit's employee code of conduct and ethics.

8. **Confidentiality.** You have a responsibility to safeguard the confidentiality of information entrusted to you by Intuit and any other confidential information about Intuit or a third party that comes to you, from whatever source, in your capacity as a director. You may not disclose this information to anyone, except when disclosure is authorized by Intuit or is legally mandated, and you may not use this information to benefit anyone other than Intuit.

9. **Encouraging the Reporting of Any Illegal or Unethical Behavior.** You have the responsibility to see that Intuit (1) encourages employees to seek guidance from supervisors, managers, or other appropriate personnel whenever they have questions about the appropriate course of action in any particular business situation, (2) encourages employees to report violations of laws, rules, regulations or provisions of Intuit's Code of Conduct and Ethics to appropriate personnel, and (3) informs employees that Intuit will not allow retaliation for reports made in good faith.