

FAIR ISAAC CORP
Form 4
December 14, 2015

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DEAL RICHARD

(Last) (First) (Middle)
181 METRO DRIVE

(Street)

SAN JOSE, CA 95110

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FAIR ISAAC CORP [FICO]

3. Date of Earliest Transaction
(Month/Day/Year)
12/13/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director
____ Officer (give title below)
____ 10% Owner
____ Other (specify below)
Executive Vice President

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 Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	12/13/2015		M		2,083	A	\$ 0	20,319	D
Common Stock	12/13/2015		M		2,500	A	\$ 0	22,819	D
Common Stock	12/13/2015		M		2,500	A	\$ 0	25,319	D
Common Stock	12/13/2015		M		1,745	A	\$ 0	27,064	D
Common Stock	12/13/2015		M		6,667	A	\$ 0	33,731	D

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Common Stock	12/13/2015	M	4,000	A	\$ 0	37,731	D
Common Stock	12/13/2015	M	4,653	A	\$ 0	42,384	D
Common Stock	12/13/2015	M	4,652	A	\$ 0	47,036	D
Common Stock	12/13/2015	F	<u>13,880</u> (1)	D	\$ 89.61	33,156	D

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

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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 or Number of Shares
Restricted Stock Units	(2)	12/13/2015		M	2,083	12/13/2012(3) (4)	Common Stock 2,083
Restricted Stock Units	(2)	12/13/2015		M	2,500	12/13/2012(3) (4)	Common Stock 2,500
Restricted Stock Units	(2)	12/13/2015		M	2,500	12/13/2013(3) (4)	Common Stock 2,500
Restricted Stock Units	(2)	12/13/2015		M	1,745	12/13/2014(3) (4)	Common Stock 1,745
Performance Share Units	(5)	12/13/2015		M	6,667	12/13/2012(6) (4)	Common Stock 6,667
Performance Share Units	(5)	12/13/2015		M	4,000	12/13/2013(6) (4)	Common Stock 4,000
Performance Share Units	(5)	12/13/2015		M	4,653	12/13/2014(7) (4)	Common Stock 4,653
	(8)	12/13/2015		M	4,652	12/13/2015 (4)	4,652

