## Edgar Filing: KERR DEBORAH - Form 4

KERR DEBC Form 4	ORAH								
December 15	, 2010								
FORM	4		CECU					NT	PPROVAL
	UNITED	STATES		shington			COMMISSIO	N OMB Number:	3235-0287 January 31,
Check this if no longe subject to Section 16 Form 4 or	er <b>STATEN</b> 5.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							
Form 5 obligation may contin <i>See</i> Instruct 1(b).	s Section 17(	a) of the I	Public U	tility Hol	ding Con		nge Act of 1934, of 1935 or Secti 940		
(Print or Type R	esponses)								
1. Name and Address of Reporting Person <u>*</u> KERR DEBORAH			2. Issuer Name <b>and</b> Ticker or Trading Symbol FAIR ISAAC CORP [FICO]			5. Relationship of Reporting Person(s) to Issuer			
					-	.0]	(Ch	eck all applicabl	e)
(Last) 901 MARQU AVENUE, S	JETTE	Middle)		of Earliest T Day/Year) 2010	ransaction		Director X Officer (gi below)		% Owner ner (specify
	(Street)			endment, D onth/Day/Yea	-	1		Joint/Group Fili y One Reporting P More than One R	erson
	OLIS, MN 55402						Person	More than One K	eporting
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned
	2. Transaction Date Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D)	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)
Reminder: Repo	ort on a separate line	e for each cla	ass of sec	urities bene	ficially own	ned directly of	or indirectly.		
					Perso inform requir	ns who rest nation cont ed to respo ys a curre	spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Ar
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Se
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	-		
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Restricted Stock Units	(1)	12/13/2010	12/13/2010	А	20,000	12/13/2011 <u>(2)</u>	(3)	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 24.03	12/13/2010	12/13/2010	А	60,000	12/13/2011 <u>(4)</u>	12/12/2017	Common Stock

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
KERR DEBORAH 901 MARQUETTE AVENUE SUITE 3200 MINNEAPOLIS, MN 55402			EVP & CTO				
Signatures							
/s/ Nancy E. Fraser, Attorney-in-fact		12/14/2010					

\*\*Signature of Reporting Person

Date

## **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).
- (1) Each restricted stock unit represents a right to receive one share of Fair Isaac common stock contingent upon continued employment.
- (2) The restricted stock units vest in four equal annual installments commencing on this date and vested shares will be delivered to the reporting person as soon as practicable thereafter.
- (3) No expiration date.
- (4) This option vests in four equal annual installments commencing on this date.

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.