Edgar Filing: Graziano Nick - Form 4

Graziano Nick Form 4	C									
February 08, 2	2012									
FORM	4	~	~ ~ ~ ~			~~~ ~ ~ ~			PPROVAL	
	STATES		RITIES A shington	N OMB Number:	3235-0287					
Check this if no longe subject to Section 16. Form 4 or Form 5	r STATEN	AENT OF	Estimated a burden hou response	urs per						
obligations may contin <i>See</i> Instruc 1(b).	Section 17((a) of the I	Public U	Itility Hol	ding Con		nge Act of 1934, of 1935 or Secti 940			
(Print or Type Re	esponses)									
1. Name and Address of Reporting Person <u>*</u> Graziano Nick			2. Issuer Name and Ticker or Trading Symbol FAIR ISAAC CORP [FICO]				5. Relationship of Reporting Person(s) to Issuer			
					-	.0]	(Check all applicable)			
(Last) (First) (Middle) 901 MARQUETTE AVE., SUITE			3. Date of Earliest Transaction (Month/Day/Year) 02/07/2012				X Director 10% Owner Officer (give title Other (specify below) below)			
3200										
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
MINNEAPO	LIS, MN 55402	2					Form filed by Person	More than One Ro	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficial	lly Owned	
	. Transaction Date Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	4. Securit nAcquired Disposed (Instr. 3, 4	(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)	
				Code V		(D) Price				
Reminder: Report	rt on a separate line	e for each cl	ass of sec	urities bene	Perso inform requir	ns who res nation cont ed to respo	or indirectly. spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not orm	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	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securitie
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

number.

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 3	8)	Acquired (A) or Disposed (D) (Instr. 3, and 5)	d of				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shares
Non-Qualified Stock Option (right to buy)	\$ 39.11	02/07/2012		A		6,251		(1)	02/06/2022	Common Stock	6,25
Restricted Stock Units	<u>(2)</u>	02/07/2012		А		2,083		(1)	(3)	Common Stock	2,08

Reporting Owners

Reporting Owner Name / Address		Relationsh		
	Director	10% Owner	Officer	Other
Graziano Nick 901 MARQUETTE AVE. SUITE 3200 MINNEAPOLIS, MN 55402	Х			
Signatures				
/s/Nancy E. Fraser, Attorney-in-fact		02/07/2012		

<u>**</u>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) This award will fully vest on the date of the Corporation's 2013 Annual Meeting of Stockholders.
- (2) Each restricted stock unit represents a right to receive one share of Fair Isaac common stock contingent upon continued service on the board.
- (3) No expiration 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.