Jennings Andrew Form 4 November 29, 2012

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * Jennings Andrew

(Street)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First) (Middle) FAIR ISAAC CORP [FICO]

(Check all applicable)

901 MARQUETTE

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

11/27/2012

Director X_ Officer (give title) below)

10% Owner _ Other (specify

AVENUE, SUITE 3200

4. If Amendment, Date Original

Sr. Vice President

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

MINNEAPOLIS, MN 55402

(City)	(State)	(Zip) 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. Transactic Code (Instr. 8)	omr Dispo (Instr. 3,	sed of 4 and (A) or		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)	
Common Stock	11/27/2012		M	7,787	A	\$ 29.2	23,809.9948	I	The 2010 Jennings Family Revocable Trust	
Common Stock	11/27/2012		S	7,787	D	\$ 42.8124	16,022.9948	I	The 2010 Jennings Family Revocable Trust	
Common Stock	11/28/2012		M	3,500	A	\$ 29.2	19,522.9948	I	The 2010 Jennings	

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								Family Revocable Trust
Common Stock	11/28/2012	S	3,500	D	\$ 42	16,022.9948	I	The 2010 Jennings Family Revocable Trust
Common Stock	11/29/2012	M	3,713	A	\$ 29.2	19,735.9948	I	The 2010 Jennings Family Revocable Trust
Common Stock	11/29/2012	S	3,713	D	\$ 42.924 (<u>2)</u>	16,022.9952 (3)	I	The 2010 Jennings Family Revocable Trust

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

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SEC 1474

(9-02)

 $\label{lem:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transactic Code (Instr. 8)	5. Number proof 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
Non Qualified Stock Option (Right to buy)	\$ 29.2	11/27/2012		M	7,787	11/29/2003(4)	11/29/2012	Common Stock	7,787
Non Qualified	\$ 29.2	11/28/2012		M	3,500	11/29/2003(4)	11/29/2012	Common Stock	3,500

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Stock Option (Right to buy)

Non Oualified

Stock

\$ 29.2 11/29/2012

M

3,713 11/29/2003<u>(4)</u> 11/29/2012

1/29/2012 Com

Common Stock

3,713

Option (Right to buy)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Jennings Andrew

901 MARQUETTE AVENUE

SUITE 3200

MINNEAPOLIS, MN 55402

Sr. Vice President

Signatures

/S/Nancy E. Fraser, Attorney-in-fact

11/29/2012

**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).
- This transaction was executed in multiple trades at prices ranging from \$42.70 to \$42.90. The price reported above reflects the weighted (1) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.
 - This transaction was executed in multiple trades at prices ranging from \$42.7601 to \$43.06. The price reported above reflects the
- (2) weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.
- (3) Common stock holdings include ESPP reinvested dividends.
- (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.

Reporting Owners 3