

FAIR ISAAC CORP  
Form 4  
December 09, 2016

**FORM 4**

**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 Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
Wells Stuart

(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)  
12/08/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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	12/08/2016		M		5,970	A	\$ 0	22,965	D
Common Stock	12/08/2016		M		4,130	A	\$ 0	27,095	D
Common Stock	12/08/2016		M		2,751	A	\$ 0	29,846	D
Common Stock	12/08/2016		M		3,806	A	\$ 0	33,652	D
Common Stock	12/08/2016		M		1,119	A	\$ 0	34,771	D

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Common Stock	12/08/2016	M	1,648	A	\$ 0	36,419	D
Common Stock	12/08/2016	M	1,712	A	\$ 0	38,131	D
Common Stock	12/08/2016	F	<u>10,278</u> <sup>(1)</sup>	D	\$ 121.48	27,853	D

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

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(9-02)

**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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Market Share Units	<u>(2)</u>	12/08/2016		A	10,007 <u>(3)</u>	12/13/2016	<u>(4)</u>	Common Stock
Market Share Units	<u>(2)</u>	12/08/2016		A	5,970 <u>(5)</u>	12/08/2016	<u>(4)</u>	Common Stock
Market Share Units	<u>(2)</u>	12/08/2016		M	5,970	12/08/2016	<u>(4)</u>	Common Stock
Market Share Units	<u>(2)</u>	12/08/2016		A	4,130 <u>(6)</u>	12/08/2016	<u>(4)</u>	Common Stock
Market Share Units	<u>(2)</u>	12/08/2016		M	4,130	12/08/2016	<u>(4)</u>	Common Stock
Performance Share Units	<u>(7)</u>	12/08/2016		M	2,751	12/08/2015 <sup>(8)</sup>	<u>(4)</u>	Common Stock
Performance Share Units	<u>(7)</u>	12/08/2016		M	3,806	12/08/2016 <sup>(8)</sup>	<u>(4)</u>	Common Stock
Restricted Stock Units	<u>(9)</u>	12/08/2016		M	1,119	12/08/2015 <sup>(10)</sup>	<u>(4)</u>	Common Stock
Restricted Stock Units	<u>(9)</u>	12/08/2016		M	1,648	12/08/2015 <sup>(10)</sup>	<u>(4)</u>	Common Stock
Restricted Stock Units	<u>(9)</u>	12/08/2016		M	1,712	12/08/2016 <sup>(10)</sup>	<u>(4)</u>	Common Stock



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