

FAIR ISAAC CORP
Form 4
November 10, 2014

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 *
BATTLE A GEORGE

(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)
11/07/2014

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)

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| Common Stock | 11/07/2014 | | M | V Amount (A) or (D) Price <u>6,375</u> (1) A \$ 34.22 | 19,078 | D | |
| Common Stock | 11/07/2014 | | S | V Amount (A) or (D) Price <u>6,375</u> (1) D \$ 70 | 12,703 | D | |
| Common Stock | | | | | 0 <u>(2)</u> | I | The Perkins-Battle 2011 Family Trust Agreement, DTD 10/26/2011 |
| | | | | | 9,602 <u>(2)</u> | I | |

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| | | | | | | | |
|-----------------|--|--|--|--|--------|---|--|
| Common Stock | | | | | | | A. George Battle 2011 Separate Property Trust |
| Common Stock | | | | | 10,000 | I | Treehouse Vineyards LLC |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 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) | Amount or Number of Shares | |
|--|--|---|---|--------------------------------------|---|--|---|--|-------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Non Qualified Stock Option (right to buy) | \$ 34.22 | 11/07/2014 | | M | 6,375 | 02/01/2005 ⁽³⁾ | 01/31/2015 | Common Stock | 6,375 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BATTLE A GEORGE 181 METRO DRIVE SAN JOSE, CA 95110 | X | | | |

Signatures

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

11/10/2014

__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) Exercised and sold pursuant to reporting person's 10b5-1 plan.

Since the date of the reporting person's last ownership report, 3,683 shares of FICO common stock were transferred to his former spouse

(2) pursuant to a domestic relations order. The reporting person no longer reports as beneficially owned any securities owned by his former spouse. The reporting person's 3,683 shares held in this trust were transferred to the A. George Battle 2011 Separate Property Trust.

(3) This option vested in full upon this date.

Since the date of the reporting person's last ownership report, 53,313 stock options were transferred from his outstanding stock option

(4) grants to his former spouse pursuant to a domestic relations order. The reporting person no longer reports as beneficially owned any securities owned by his former spouse.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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