SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See	C
Instruction 1(b).	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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1. Name and Address of Reporting Person [*] HOPKINS DAVID		ing Person [*] 2. Issuer Name and Ticker or Trading Symbol FAIR ISAAC CORP [FIC]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner
	(First) QUETTE AVENUE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/15/2005	Officer (give title Other (specify below) below)
SUITE 3200			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
(Street)		55 400		X Form filed by One Reporting Person
MINNEAF	POLIS MN	55402		Form filed by More than One Reporting Person
(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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V Amount (A) or (D) Price Reported Transaction(s) (Instr. 3 and 4)			(1150.4)				
Common Stock	08/15/2005		М		4,650	A	\$13.8889	12,150	D	
Common Stock	08/15/2005		М		8,375	A	\$17.7778	20,525	D	
Common Stock	08/15/2005		S		13,025	D	\$39.44	7,500	D	
Common Stock	08/17/2005		м		2,100	A	\$13.8889	9,600	D	

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. Transa Code (8)		of Deri Sec Acq (A) Disj of (I	posed D) tr. 3, 4	Expiration Date (Month/Day/Year)		te Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Options (right to buy)	\$13.8889	08/15/2005		М			4,650	02/01/2001 ⁽¹⁾	02/01/2010	Common Stock	4,650	\$0.00	2,100	D	
Non- Qualified Stock Options (right to buy)	\$17.7778	08/15/2005		М			8,375	02/06/2001	02/06/2011	Common Stock	8,375	\$0.00	11,875	D	
Non- Qualified Stock Options (right to buy)	\$13.8889	08/17/2005		м			2,100	02/01/2001 ⁽¹⁾	02/01/2010	Common Stock	2,100	\$0.00	0	D	

Explanation of Responses:

1. This option vests in five equal annual installments commencing on this date.

Remarks:

/s/ Nancy E. Fraser, Attorney-

in-fact

08/17/2005

Date

** Signature of Reporting Person

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

* 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).

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

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 Number.

POWER OF ATTORNEY

KNOWN ALL BY THESE PRESENTS, the undersigned hereby constitutes and appoints ANDREA M. FIKE, NANCY E. FRASER, and CHARLES M. OSBORNE, the undersigned's true and lawful attorney-in-fact to:

1.

execute for an on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Fair Isaac Corporation (the "Company"), Forms 3, 4 and 5, including Form ID application and verification, in accordance with Section 16(a) of the Securities and Exchange Act of 1934, as amended, and the rules and regulations thereunder;

2. do and

perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form ID, Form 3, 4 or 5 and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and

3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and opwers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full opwer of subsitution or revocation, hereby ratifying and confirming all that such attorney-in-fact or attorney-in fact's substitute or substitutes, shall lawfuly do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities and Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Form 3, 4, and 5 with respect to the undersigned's holding of an transactions in

securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

ΙN

WITNESS WHEREOF, the undersigned has caused the Power of Attorney to be executed as of this 28th day of March 2005.

/s/ David S. P. Hopkins