

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

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

1. Name and Address of Reporting Person* DOWNES SEAN M			2. Issuer Name and Ticker or Trading Symbol FAIR ISAAC CORP [FIC]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Vice President		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/05/2004			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
200 SMITH RANCH ROAD			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) SAN RAFAEL CA 94903								
(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. 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/05/2004		M		26	A	\$20.64	1,377	D	
Common Stock	04/05/2004		M		3,243	A	\$34.87	4,620	D	
Common Stock	04/05/2004		M		12,500	A	\$38.35	17,120	D	
Common Stock	04/05/2004		M		6,250	A	\$41.9	23,370	D	
Common Stock	04/05/2004		S		26	D	\$60.5	23,344	D	
Common Stock	04/05/2004		S		797	D	\$60.5075	22,547	D	
Common Stock	04/05/2004		S		2,446	D	\$60.7686	20,101	D	
Common Stock	04/05/2004		S		6,250	D	\$61	13,851	D	
Common Stock	04/05/2004		S		12,500	D	\$61.01	1,351	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. 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 Securities Underlying Derivative Security (Instr. 3 and 4)		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 Option (right to buy)	\$20.64	02/05/2004		M		26		10/01/2002 ⁽¹⁾	10/01/2006	Common Stock	26	\$0	0	D	
Incentive Stock Option (right to buy)	\$34.87	02/05/2004		M		797		10/02/2002 ⁽²⁾	10/02/2007	Common Stock	797	\$0	801	D	
Non-Qualified Stock Option (right to buy)	\$34.87	02/05/2004		M		2,446		10/02/2002 ⁽³⁾	10/02/2007	Common Stock	2,446	\$0	2,442	D	
Non-Qualified Stock Option (right to buy)	\$41.9	02/05/2004		M		6,250		12/05/2003 ⁽⁴⁾	12/05/2010	Common Stock	6,250	\$0	18,750	D	
Non-Qualified Stock Option (right to buy)	\$38.35	02/05/2004		M		12,500		11/14/2003 ⁽⁴⁾	11/14/2012	Common Stock	112,500	\$0	37,500	D	

Explanation of Responses:

1. This option vests in two equal annual installments commencing on this date.
2. This option was granted together with the NonQualified option for the same price. Together they vest in three equal annual installments commencing on this date.
3. This option was granted together with the Incentive Stock Option option for the same price. Together they vest in three equal annual installments commencing on this date.
4. This option vests in four equal annual installments commencing on this date.

Remarks:

Sean M. Downs

02/06/2004

** Signature of Reporting Person

Date

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.