

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

**POST-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-8  
REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933**

**FAIR ISAAC CORPORATION**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**94-1499887**  
(I.R.S. Employer  
Identification No.)

**901 Marquette Avenue, Suite 3200  
Minneapolis, Minnesota**  
(Address of Principal Executive Offices)

**55402**  
(Zip Code)

**FAIR ISAAC CORPORATION  
1992 LONG-TERM INCENTIVE PLAN**  
(Full Title of the Plan)

**Mark R. Scadina**  
Executive Vice President, General Counsel and Secretary  
Fair Isaac Corporation  
901 Marquette Avenue, Suite 3200  
Minneapolis, MN 55402  
(Name and Address of Agent for Service)

Telephone number, including area code, of agent for service: 612-758-5200

*Copies to:*

**W. Morgan Burns  
Faegre Baker Daniels LLP  
2200 Wells Fargo Center 90 South Seventh Street  
Minneapolis, Minnesota 55402-3901  
(612) 766-7000**

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company (as defined in Rule 12b-2 of the Exchange Act):

Large Accelerated Filer  Accelerated Filer   
Non-accelerated Filer  Smaller Reporting Company

## EXPLANATORY NOTE

Fair Isaac Corporation (the "Company") is filing this Post-Effective Amendment No. 1 to its Registration Statement on Form S-8 filed with the Securities and Exchange Commission on May 12, 2008 (Registration Statement No. 333-150838) (the "2008 S-8") to deregister certain shares of its common stock, par value \$.01 per share (the "Common Stock"), registered thereunder pursuant to the Company's 1992 Long-term Incentive Plan (the "Plan"). The 2008 S-8 registered 2,042,554 shares of Common Stock under the Plan, which were in addition to shares previously registered pursuant to Registration Statements Nos. 33-63426, 333-02121, 333-65179, 333-83905, 333-32398, 333-66348, 333-102848, 333-114365, 333-123751, 333-133268, and 333-142683.

By its terms, the Plan expired on February 4, 2012. Upon its expiration, 4,610,639 shares of Common Stock remained available for issuance under the Plan. All of the 2,042,554 shares of Common Stock that were registered under the 2008 S-8 are hereby deregistered.

## SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of San Rafael, State of California on the 9th day of October, 2012.

### FAIR ISAAC CORPORATION

By /s/ Mark R. Scadina

Mark R. Scadina

*Executive Vice President, General Counsel and Secretary*

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed below on October 9, 2012 by the following persons in the capacities indicated:

<u>Name</u>	<u>Title</u>
<u>/s/ William J. Lansing</u> William J. Lansing <i>Principal Executive Officer</i>	President, Chief Executive Officer and Director
<u>/s/ Michael J. Pung</u> Michael J. Pung <i>Principal Financial Officer</i>	Executive Vice President and Chief Financial Officer
<u>/s/ Michael S. Leonard</u> Michael S. Leonard <i>Principal Accounting Officer</i>	Chief Accounting Officer–Vice President
<u>/s/ A. George Battle</u> A. George Battle	Director
<u>/s/ Nicholas F. Graziano</u> Nicholas F. Graziano	Director
<u>/s/ James D. Kirsner</u> James D. Kirsner	Director
<u>/s/ Rahul N. Merchant</u> Rahul N. Merchant	Director
<u>/s/ David A. Rey</u> David A. Rey	Director
<u>/s/ Duane E. White</u> Duane E. White	Director