SEC Form 4

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FORM 4

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

OMB APPROVAL									
OMB Number:	3235-0287								
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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

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 [*] Pung Michael J					2. Issuer Name and Ticker or Trading Symbol <u>FAIR ISAAC CORP</u> [FICO]								(Che	ck all applic Directo	ionship of Reporting Pers all applicable) Director			vner
(Last) (First) (Middle) 181 METRO DRIVE				3. Date of Earliest Transaction (Month/Day/Year) 11/17/2015								below)	r (give title Other (s below) EVP & CFO			респу		
(Street) SAN JOS (City)	E CA (Sta	_	5110 Zip)		4. If Amendment, Date of Original Filed (Month/Day/Year)							6. In Line) 🤇 Form fi Form fi	ual or Joint/Group Filing (Check Applicable 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) Date (Month/D				ate	Execution Date,			Transaction Disposed Code (Instr. 5)			ties Acquired (A) (l Of (D) (Instr. 3, 4			5. Amour Securitie Beneficia Owned F Reported	ies For cially (D) Following (I) (: Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code				v	Amount		(A) or (D)	Price	Transacti (Instr. 3 a	action(s)			(iii3u: 4)	
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 Da if any (Month/Day/Y	c	ransaction Code (Instr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Expi	ate Ex iratior nth/Da	1 Date		Arr Sec Un De	Title and nount of curities derlying rivative S str. 3 and	Security	Folle		e s Illy g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

Remarks:

4. No expiration date.

Performance

Share Units

(1)

Explanation of Responses:

/s/Nancy E. Fraser, Attorney-in-11/18/2015 fact

\$0.00

7,997

D

** Signature of Reporting Person Date

Amount or Number of Shares

7,997

Expiration Date

(4)

Title

Commor

Stock

Date Exercisable

12/08/2015⁽³⁾

2. On November 17, 2015, the Leadership Development and Compensation Committee of the Board of Directors of Fair Isaac Corporation determined that the reporting person earned the number of performance share units reported on this Form 4 based on achievement of certain performance metrics. 3. The performance share units vest in three equal annual installments commencing on this date and one share will be delivered to the reporting person for each vested unit as soon as practicable thereafter.

(D)

(A)

7.997

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

 \ast If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

11/17/2015⁽²⁾

** 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.

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Code

A

1. Each earned performance share unit represents a right to receive one share of Fair Isaac common stock contingent upon continued employment.

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.