

BATTLE A GEORGE  
Form 4  
February 02, 2011

**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)

901 MARQUETTE AVENUE, SUITE 3200

(Street)

MINNEAPOLIS, MN 55402

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
FAIR ISAAC CORP [FICO]

3. Date of Earliest Transaction (Month/Day/Year)  
01/31/2011

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 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 or Price  |  |   |
| Common Stock                    | 01/31/2011                           |  | M                              |   | \$ 20,250  | A  |   |
|                                 |                                      |  |                                |   | \$ 17.7778   |  |   |
| Common Stock                    | 01/31/2011                           |  | S                              |   | \$ 19,460  | D  |   |
|                                 |                                      |  |                                |   | \$ 25.7625   |  |   |
|                                 |                                      |  |                                |   | 43,651 <sup>(3)</sup>  | D <sup>(3)</sup>   |   |

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

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**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 Underlying (Instr. 3 and 4) |              |     |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|--------------|-----|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date                          | Title        |     |
|  |  |                                      |  |                                |   |  |  |              |     |
|  |  |                                      |  |                                |   | Code   | V  | (A)          | (D) |
| Non-Qualified Stock Option (right to buy)  | \$ 17.7778   | 01/31/2011                           |  | M                              | 20,250  | 02/06/2001   | 02/06/2011                               | Common Stock |     |
| Non-Qualified Stock Option (right to buy)  | \$ 25.87   | 02/01/2011                           |  | A                              | 11,250  | 02/01/2011   | 01/31/2021                               | Common Stock |     |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| BATTLE A GEORGE<br>901 MARQUETTE AVENUE<br>SUITE 3200<br>MINNEAPOLIS, MN 55402 | X             |           |         |       |

## Signatures

/s/ Nancy E. Fraser,  
Attorney-in-fact  
\*\*Signature of Reporting Person

02/02/2011  
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) Sold pursuant to insider's 10b5-1 plan.
- (2) This transaction was executed in multiple trades at prices ranging from \$25.60 to \$25.91. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.
- (3) 31,263 shares are held directly; 8,388 shares are held by adult son and 4,000 shares are held by adult daughter; neither of who share the reporting person's household. Reporting person has authority to make investment decisions on behalf of both adult children's accounts. The reporting person disclaims beneficial ownership of his adult children's securities and this categorization shall not be deemed an admission that the reporting person is the beneficial owner of the securities for puposes of Section 16 or any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.