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).

FORM 4

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 [*] Scadina Mark R						2. Issuer Name and Ticker or Trading Symbol <u>FAIR ISAAC CORP</u> [FICO]							(Chec	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Cofficer (give title Other (specify					
(Last) (First) (Middle) 181 METRO DRIVE						3. Date of Earliest Transaction (Month/Day/Year) 12/08/2016								EVP, Gen. Counsel & Sec.					
(Street) SAN JOSE CA 95110					4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) (State) (Zip)																			
		Т	able I - No	n-Deri	rivati	ive S	ecurities	s Acq	uired, C	Disp	osed of, o	or Bene	icially C	Dwned					
1. Title of Security (Instr. 3)				2. Transacti Date (Month/Day			2A. Deemed Execution Date, if any (Month/Day/Year)				4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code \	· /	Amount	(A) or (D)	Price	(Instr. 3 and				(
Common S	Stock			12/0	08/20	/2016			М		5,784	4 A \$		59,571.0643		3 D			
Common S	Stock			<u> </u>		/2016			М		3,967	A	\$0.00	63,538.		643 D			
Common S						3/2016			М		2,666	A	\$0.00	66,204.0643		<u> </u>	D		
Common S						8/2016			M M	+	3,656	A	\$0.00						
Common Stock 12/08)16					1,644	A	\$0.00	71,504.0643			D		
	Pro els			12/0	00/20	10					0.242(1)		#101 40	C2 202 7	0000(2)				
Common S	Stock		Tabla II		08/20			A	F		9,242 ⁽¹⁾		\$121.48	62,262.2	2906 ⁽²⁾		D		
	Stock		Table II -	Deriv	vativ	e Se			ired, Di		9,242 ⁽¹⁾ sed of, or povertible	Benefi	ially Ov		2906 ⁽²⁾		D		
	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Table II - 3A. Deemed Execution D if any (Month/Day/	Deriv (e.g.,	vativ	e Se s, ca		ants, r of (A) or of (D)	ired, Di options	s, CO xercis	sed of, or invertible sable and	Benefic securit 7. Title ar of Securi Underlyir	cially Ov ies) d Amount ties g security		9. Numb derivativ Securitie Benefici Owned Followin	er of /e es ally	D 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)	
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Common S	2. Conversion or Exercise Price of Derivative	Date	3A. Deemed Execution Da	Deriv (e.g., ate, 4 Year) 8	vativ , put: 4. Transa Code (1 8)	action	IIS, warra 5. Number Derivative Securities Acquired Disposed (Instr. 3, 4	ants, r of (A) or of (D) and 5)	6. Date E Expiration (Month/D	s, CO xercis n Date ay/Yes	sed of, or onvertible sable and e ar)	Benefic securit 7. Title ar of Securi Underlyir Derivativ (Instr. 3 a	cially Ov ies) d Amount ites g e Security nd 4) Amount or Number of	8. Price of Derivative Security	9. Numb derivativ Securitie Benefici Owned Followin Reporter Transact	er of /e es ally d tion(s)	10. Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)	
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Explanation of Responses:

1. Shares withheld by Company for payment of taxes due at vesting from earned performance share units, earned market share units and restricted stock units.

2. Common stock holdings include ESPP reinvested dividends.

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

4. As previously reported in a prior Form 4 footnote, on December 13, 2013, the reporting person was granted a target award of 9,747 market share units. The award vests in three equal annual installments from the grant date based on the Company's satisfaction of certain performance criteria for each of the performance periods ending November 30, 2014, 2015 and 2016. The performance criteria for 2014 were met and reported, resulting in an award of 2,989 market share units which vested on December 13, 2014. The performance criteria for 2015 were met, resulting in the award of 6,498 market share units which vested on December 13, 2015. The performance criteria for 2016 were met, resulting in the award of 10,007 market share units which will vest on December 13, 2016.

5. No expiration date

6. As previously reported in a prior Form 4 footnote, on December 8, 2014, the reporting person was granted a target award of 8,676 market share units. The award is scheduled to vest in three equal annual installments from the grant date based on the Company's satisfaction of certain performance criteria for each of the performance periods ending November 30, 2015, 2016 and 2017. The performance criteria for 2015 were met, resulting in the award of 5,784 market share units which vested on December 8, 2015. The performance criteria for 2016 were met, resulting in the award of 5,784 market share units which will vest immediately on December 8, 2016.

7. On December 8, 2015, the reporting person was granted a target award of 6,576 market share units. The award is scheduled to vest in three equal annual installments from the grant date based on the Company's satisfaction of certain performance criteria for each of the performance periods ending November 30, 2016, 2017 and 2018. The performance criteria for 2016 were met, resulting in the award of 3,967 market share units that will vest immediately on December 8, 2016.

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

9. 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. 10. Each restricted stock unit represents a right to receive one share of Fair Isaac common stock contingent upon continued employment.

11. The restricted stock units vest in four equal annual installments commencing on this date and vested shares will be delivered to the reporting person as soon as practicable thereafter.

Remarks:

/s/Nancy E. Fraser, Attorney-in-12/09/2016

fact ** 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.

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