SEC Form 4

FORM 4

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

OMB APPROVAL

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bligations may continue. See
nstruction 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 I. Name and Address of Reporting Ferson				er Name and Ticker <u>RISAAC CO</u>				ationship of Reporting Person(s) to Issuer (all applicable) Director 10% Owner			
(Last) (First) (Middle) 181 METRO DRIVE				of Earliest Transac /2018	ction (Month/D	ay/Year)		Officer (give title below)	Other below	(specify)	
,			4. If An	nendment, Date of (Original Filed ((Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable				
(Street)							Line)		a Departing Days		
SAN JOSE	CA	95110						Form filed by On Form filed by Mo Person			
(City)	(State)	(Zip)						Ferson			
		Table I - Non	-Derivative S	ecurities Acq	uired, Disp	oosed of, or Benefi	cially (Owned			
1. Title of Securit	y (Instr. 3)		2. Transaction	2A. Deemed	3. Transaction	4. Securities Acquired (A)		5. Amount of Securities	6. Ownership	7. Nature of	

	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)		Transaction Disposed Of (D) (Instr. 3, 4 and Code (Instr. 5) 8)			Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	02/28/2018		М		994	Α	\$0.00	5,983	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. Transa Code (8)		5. Number Derivativ Securitie Acquired or Dispos of (D) (In 3, 4 and 1	e s I (A) sed str.	6. Date Exerc Expiration Da (Month/Day/Y	ate	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)	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		(Instr. 4)		
Restricted Stock Units	(1)	02/28/2018		М			994	02/28/2018	02/28/2018	Common Stock	994	\$0	0	D	
Restricted Stock Units	(1)	02/28/2018		A		1,391		(2)	(3)	Common Stock	1,391	\$0	1,391	D	
Non- Qualified Option (right-to- buy)	\$169.94	02/28/2018		А		1,324 ⁽⁴⁾		02/28/2018	02/27/2025	Common Stock	1,324	\$0	1,324	D	

Explanation of Responses:

1. Each restricted stock unit represents a right to receive one share of Fair Isaac common stock contingent upon continued service on the board.

2. This award will fully vest on the date of the Corporation's 2019 Annual Meeting of Stockholders.

3. The grant will expire after the vesting of shares on the date of the Corporation's ASM.

4. The reporting person has elected to take her annual cash retainer in the form of stock options pursuant to the Corporation's Compensation Program for Non-Employee Directors.

Remarks:

/s/Nancy E. Fraser, Attorney-in-02/28/2018

<u>fact</u>

** 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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