FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, [| D.C. : | 20549 |
|---------------|--------|-------|
|---------------|--------|-------|

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | |
| Estimated average burden | | | | | | | | | |
| hours per response. | 0.5 | | | | | | | | |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person* Rees Joanna | | | | | | 2. Issuer Name and Ticker or Trading Symbol FAIR ISAAC CORP [FICO] | | | | | | | | elationship o eck all applica Director | ıble) | | rson(s) to Issuer 10% Owner | | |
|---|---|-------------|---|-----------|---|--|---|--------------------------|--|------|------------------------------|--|--|---|--|---|---------------------------------|---|--|
| (Last) 181 ME | (F | First) | (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 02/28/2019 | | | | | | | | | Officer (give title below) | | Other below) | | (specify | |
| (Street) SAN JO (City) | | A State) | 95110 (Zip) | | 4. If Amendment, Date of Original Filed (Month/Day/Year) 03/01/2019 | | | | | | | Line | Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| 1 Title of | Security (Inc | | ıble I - Non | -Deriva | | _ | urities | | uired, | Disp | osed of, | | | Owned 5. Amoun | ıt of | 6. Ow | nership | 7. Nature of | |
| | | | | Date | | | Execution Date, if any (Month/Day/Year) | | Transaction Code (Instr. | | Disposed Of (D) (Instr. 3, 4 | | | Securities Beneficia Owned Fe | curities neficially vned Following | | : Direct Indirect str. 4) | Indirect Beneficial Ownership | |
| | | | | | | | | | Code | v | Amount | (A) or (D) | Price | Reported Transacti (Instr. 3 a | on(s) | | | Instr. 4) | |
| Common | Stock | | | 02/28 | 28/2019 | | | | M | | 1,391 | A | \$0.00 | 7,3 | 7,374 | | D | | |
| | | | · ` | e.g., pı | | alls, | , warr | ants, | option | s, c | onvertibl | e secu | ities) | | | | | | |
| Derivative | 2. Conversion or Exercise Price of Derivative Security | | 3A. Deemed Execution Date if any (Month/Day/Ye | Code (Ins | | | | e s (A) or l of | 6. Date Exercis Expiration Dat (Month/Day/Ye | | te | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficia Owned Following Reported | Ownersh Form: Direct (D or Indirect (I) (Instr. | Ownership | Beneficial Ownership t (Instr. 4) | |
| | | | | Coo | de V | (4 | A) | (D) | Date Exercisa | able | Expiration Date | Title | Amount or Number of Shares | | Transacti (Instr. 4) | on(s) | | | |
| Restricted Stock Units | (1) | 02/28/2019 | | М | ſ | | | 1,391 | 02/28/20 | 019 | 02/28/2019 | Common Stock | 1,391 | \$0 | 0 | D | | | |
| Restricted Stock Units | (1) | 02/28/2019 | | A | | | 506 | | (2) | | (3) | Common Stock | 506 | \$0 | 506 | 506 D | | | |
| Non- Qualified Option (right-to- buy) | \$247.82 | 02/28/2019 | | A | | | 1,596 | | (2) | | 02/27/2026 | Common Stock | 1,596 | \$0 | 1,596 | 6 | D | | |
| Non- Qualified Option | \$247.82 | 02/28/2019 | | A | | 1, | .,041 ⁽⁴⁾ | | 02/28/20 | 019 | 02/27/2026 | Common Stock | 1,041 | \$0 | 1,041 | 1 | 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 2020 Annual Shareholder Meeting ("ASM").
- 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:

EXHIBIT LIST - Exhibit 24 - Power of Attorney for Joanna Rees. Adding Power of Attorney as an Exhibit.

/s/Carrie H. Darling, Attorney-

03/12/2019

in-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.

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.

KNOW ALL BY THESE PRESENTS, the undersigned hereby constitutes and appoints MARK R. SCADINA, MICHAEL J. PUNG and CARRIE H. DARLING, the undersigned's true and lawful attorney-in-fact to:

- 1. execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and / or director of Fair Isaac Corporation (the "Company"), Forms 3, 4 and 5, including Form ID application and verification, in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended, and the rules and regulations thereunder;
- 2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form ID, Form 3, 4 or 5 and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- 3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact or attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney revokes all prior powers of attorney of a similar scope and shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused the Power of Attorney to be executed as of this 7th day of November 2018.

/s/ Joanna Rees