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								
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).

## 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*		2. Issuer Name and Ticker or Trading Symbol <u>FAIR ISAAC CORP</u> [FICO]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
<u>DEAL</u>	RICHAR	<u>D</u>				15/110 00		100	1			T .	Directo	r		10% O	wner
					3 Date	of Farliest Transa	ction (M	onth/D	av/Year)			- )	C Officer below)	(give title		Other ( below)	specify
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 12/04/2020								Ex	Executive Vice P			
181 ME	FRO DRIVI	E											LA			resident	
(Street)					4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)					
SAN JO	SE C.	A	95110									2	K Form fi	led by One	e Repo	orting Perso	n
													Form fi Person		re than	n One Repo	rting
(City)	(S	tate)	(Zip)														
		Tal	ole I - Non-	-Deriva	ative Se	ecurities Acq	uired,	Disp	osed o	f, or	Bene	ficially	y Owned				
Date					2A. Deemed Execution Date,	Transaction Code (Instr.									7. Nature of Indirect		
			'	(Month/Da	ay/Year)	if any (Month/Day/Year)	Code (			01(D)	) (insu.	5, 4 anu	Beneficia Owned F	ully ollowing	(D) 01	r Indirect str. 4)	Beneficial Ownership
				(Month/Da	ay/Year)		Code (				(A) or (D)	Price	Beneficia	lly ollowing ion(s)	(D) 01	r Indirect str. 4)	
			Table II - D	Derivati	ive Sec		Code ( 8) Code	v v v	5) Amount Sed of,	(i (i or B	(A) or (D) Benefi	Price Cially	Beneficia Owned F Reported Transacti (Instr. 3 a	lly ollowing ion(s)	(D) 01	r Indirect str. 4)	Ownership

				L		-,,							Transaction (a)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Market Share Units	(1)	12/04/2020		А		3,446 <sup>(2)</sup>		12/08/2020	(3)	Common Stock	3,446	\$0.00	3,446	D	
Market Share Units	(1)	12/04/2020		A		2,944 <sup>(4)</sup>		12/10/2020	(3)	Common Stock	2,944	\$0.00	2,944	D	
Market Share Units	(1)	12/04/2020		Α		1,484 <sup>(5)</sup>		12/10/2020	(3)	Common Stock	1,484	\$0.00	1,484	D	

## Explanation of Responses:

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

2. On December 8, 2017, the reporting person was granted a target award of 4,720 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, 2018, 2019, 2020. The performance criteria for 2020 were met, resulting in the award of market share units being reported herein.

3. No expiration date

4. On December 10, 2018, the reporting person was granted a target award of 4,417 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, 2019, 2020, 2021. The performance criteria for 2020 were met, resulting in the award of market share units being reported herein.

5. On December 10, 2019, the reporting person was granted a target award of 2,680 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, 2020, 2021, 2022. The performance criteria for 2020 were met, resulting in the award of market share units being reported herein.

**Remarks:** 

## <u>/s/ Carrie H. Darling, Attorney-</u> <u>in-fact</u> <u>12/07/2020</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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