SEC Form 4	
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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	on 30(n)	of the I	nvestme	nt Col	mpany Act of	1940							
1. Name and Address of Reporting Person [*] McLaughlin Michael I.						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) Director 10% Owner					
(Last) (First) (Middle)						3. Date of Earliest Transaction (Month/Day/Year)								Officer (below)	give title		Other (s below)	specify	
5 WEST MENDENHALL, SUITE 105						/09/20)22						Execut	ive Vice	Presid	dent & CF	°O		
(Street)	N M	Γ	59715		- 4. H	4. If Amendment, Date of Original Filed (Month/Day/Year)							Line)	 Individual or Joint/Group Filing (Check Applicabl Line) X Form filed by One Reporting Person 					
(City)	(Sta		Zip)		-	Form filed by More than One Reporting Person										ling			
				n-Deri	vativ	e Se	curitie	es Acc	uired	. Dis	posed of,	or Ben	eficially	Owned					
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		n 2A. Deemed Execution Date,		3. Transaction Code (Instr. 8)		4. Securities Disposed O	(A) or	r 5. Amount and 5) Securities Beneficial Owned Fo		Form (D) or	: Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership				
									Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Common S	ommon Stock 1			12/1	0/2022	/2022		М		11,382	A	\$0.00	17,088		D				
Common S	Common Stock			12/1	0/2022	0/2022		F		6,147(1)	D	\$615.45	10,941			D			
		-	Table II -								osed of, c convertibl			Owned					
Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemer Execution I if any (Month/Day	Date,	4. Transa Code (8)				6. Date Expirat (Month/	ion Da		e and 7. Title and Amount of Securities Underlying Derivative See (Instr. 3 and 4		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securitie Beneficia Owned Following Reported Transact	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	(9)			
Restricted Stock Units	(2)	12/09/2022			Α	A			12/09/2023 ⁽⁷⁾		(3)	Common Stock	3,116	\$0.00	3,116		D		
Market Share Units	(4)	12/10/2022			М			1,196	12/10/	2022	(3)	Common Stock	1,196	\$0.00	0		D		

Explanation of Responses:

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

Μ

Μ

Μ

Μ

Μ

Μ

М

Μ

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

3. No expiration date.

Market

Market

Share Units

Share Units

Performance

Share Units

Performance

Share Units

Performance

Share Units

Restricted

Restricted

Stock Units

Restricted

Stock Units

Stock Units

(4)

(4)

(5)

(5)

(5)

(2)

(2)

(2)

12/10/2022

12/10/2022

12/10/2022

12/10/2022

12/10/2022

12/10/2022

12/10/2022

12/10/2022

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

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

6. 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.

1,029

2,378

650

1 942

2,323

244

728

892

12/10/2022

12/10/2022

12/10/2020(6)

12/10/2021(6)

12/10/2022(6)

12/10/2020⁽⁷⁾

12/10/2021(7)

12/10/2022(7)

7. 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/ Carrie H. Darling, Attorneyin-fact <u>12/13/2022</u>

** Signature of Reporting Person Date

Commor

Stock

Commo

Stock

Common

Stock

Commo

Stock

Commor

Stock

Commor

Stock

Commor

Stock

Commor

Stock

1,029

2,378

650

1,942

2,323

244

728

892

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

\$0.00

971

2,378

0

1,942

4,644

243

1,456

2 675

D

D

D

D

D

D

D

D

(3)

(3)

(3)

(3)

(3)

(3)

(3)

(3)

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.