SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

Weitz Gregory M	2. Date of Event Requiring Stater (Month/Day/Yea 11/21/2005	ment	3. Issuer Name and Ticker or Trading Symbol <u>FAIR ISAAC CORP</u> [FIC]					
(Last) (First) (Middle) 901 MARQUETTE AVENUE			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner		er (M	5. If Amendment, Date of Original Filed (Month/Day/Year)		
SUITE 3200			X Officer (give title below)	Other (spe below)	- 10.	Individual or Joint plicable Line)	/Group Filing (Check	
(Street)			Vice Preside	nt			y One Reporting Person	
MINNEAPOLIS MN 55402						Form filed b Reporting P	y More than One erson	
(City) (State) (Zip)								
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		I 3. Title and Amount of Securi Underlying Derivative Securit		4. Conversio or Exercis	e Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	n Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Non-Qualified Stock Option (right to buy)	08/02/2005 ⁽¹⁾	08/01/2014	4 Common Stock	8,000	28.75	D		
Non-Qualified Stock Option (right to buy)	11/15/2005 ⁽¹⁾	11/14/2014	4 Common Stock	10,000	32.01	D		
Non-Qualified Stock Option (right to buy)	11/17/2004 ⁽¹⁾	11/16/2013	3 Common Stock	11,250	35.5	D		
Non-Qualified Stock Option (right to buy)	06/29/2006 ⁽¹⁾	06/28/2015	5 Common Stock	10,000	36.39	D		

Explanation of Responses:

1. This option vests in four equal annual installments commencing on this date.

Remarks:

/s/ Nancy E. Fraser, Attorneyin-fact

11/22/2005

** 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 5 (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 ANDREA M. FIKE, NANCY E. FRASER, and CHARLES M. OSBORNE, 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 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 18th day of November, 2005.

Gregory M. Weitz