

Stewart Richard Andrew
 Form 3
 February 03, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Stewart Richard Andrew | | (Month/Day/Year) | FAIR ISAAC CORP [FICO] | |
| (Last) | (First) | (Middle) | 02/02/2010 | |
| 901 MARQUETTE AVENUE, SUITE 3200 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| MINNEAPOLIS, MN 55402 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Sr. Vice President | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 6,032 | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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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) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Title | | | |

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| | Expiration Date | Expiration Date | Amount or Number of Shares | or Indirect (I) (Instr. 5) | | |
|---|---------------------------|------------------|----------------------------|----------------------------|---|---|
| Non-Qualified Stock Option (right to buy) | 12/18/2008 ⁽¹⁾ | 12/17/2014 | Common Stock 25,000 | \$ 34.26 | D | Â |
| Non-Qualified Stock Option (right to buy) | 12/18/2009 ⁽¹⁾ | 12/17/2015 | Common Stock 10,000 | \$ 14.16 | D | Â |
| Non-Qualified Stock Option (right to buy) | 12/18/2010 ⁽¹⁾ | 12/17/2016 | Common Stock 20,002 | \$ 20.31 | D | Â |
| Restricted Stock Units | 12/18/2008 ⁽²⁾ | Â ⁽³⁾ | Common Stock 12,500 | \$ ⁽⁴⁾ | D | Â |
| Restricted Stock Units | 07/08/2009 ⁽²⁾ | Â ⁽³⁾ | Common Stock 4,500 | \$ ⁽⁴⁾ | D | Â |
| Restricted Stock Units | 12/18/2009 ⁽²⁾ | Â ⁽³⁾ | Common Stock 7,500 | \$ ⁽⁴⁾ | D | Â |
| Restricted Stock Units | 08/24/2010 ⁽²⁾ | Â ⁽³⁾ | Common Stock 5,000 | \$ ⁽⁴⁾ | D | Â |
| Restricted Stock Units | 12/18/2010 ⁽²⁾ | Â ⁽³⁾ | Common Stock 6,666 | \$ ⁽⁴⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Stewart Richard Andrew 901 MARQUETTE AVENUE SUITE 3200 MINNEAPOLIS, MN 55402 | Â | Â | Â Sr. Vice President | Â |

Signatures

/s/ Nancy E. Fraser,
Attorney-in-fact

02/03/2010

**Signature of Reporting Person

Date

Explanation of Responses:

* 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).

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

(2) 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.

(3) No expiration date.

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

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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