

FAIR ISAAC CORP
Form 3
May 12, 2006

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 | |
| KALUSTIAN JAMES M | | (Month/Day/Year) | FAIR ISAAC CORP [FIC] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | | | |
| 901 MARQUETTE AVE., SUITE 3200 | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| MINNEAPOLIS, MN 55402 | | | Vice President | |
| (City) | (State) | (Zip) | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

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) |
|------------------------------------|--|---|--|
| No non-derivative securities owned | 0 | 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 | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|--|---------------------------|--------------------|-----------------|----------------------------------|----------|----------------------------------|---|
| Non-Qualified Stock Option (right to buy) | 12/20/2006 ⁽¹⁾ | 12/19/2012 | Common Stock | 20,000 | \$ 43.58 | D | Â |
| Non-Qualified Stock Option (right to buy) | 06/09/2006 ⁽²⁾ | 06/08/2015 | Common Stock | 10,000 | \$ 35.59 | D | Â |
| Non-Qualified Stock Option (right to buy) | 11/10/2005 ⁽³⁾ | 11/14/2014 | Common Stock | 26,500 | \$ 32.01 | D | Â |
| Incentive Stock Option (right to buy) | 01/01/2001 ⁽⁴⁾ | 08/10/2006 | Common Stock | 106 | \$ 83.74 | D | Â |
| Incentive Stock Option (right to buy) | 02/08/2002 ⁽⁵⁾ | 02/08/2009 | Common Stock | 4,180 | \$ 40.56 | D | Â |
| Incentive Stock Option (right to buy) | 01/17/2004 ⁽⁶⁾ | 07/17/2007 | Common Stock | 4,932 | \$ 12.45 | D | Â |
| Incentive Stock Option (right to buy) | 02/08/2002 ⁽⁵⁾ | 02/08/2009 | Common Stock | 12,540 | \$ 40.56 | D | Â |
| Incentive Stock Option (right to buy) | 01/30/2005 ⁽⁷⁾ | 07/30/2008 | Common Stock | 4,180 | \$ 35.05 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KALUSTIAN JAMES M 901 MARQUETTE AVE. SUITE 3200 MINNEAPOLIS, MN 55402 | Â | Â | Â Vice President | Â |

Signatures

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

05/12/2006

**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 installments commencing on December 20, 2006.
- (2) This option vests in four equal installments commencing on June 9, 2006.
- (3) This option vests in four equal installments commencing on November 10, 2005.
- (4) This option vests in three equal installments commencing on January 1, 2001.
- (5) This option vests in five equal installments commencing on February 8, 2002.
- (6) This option vests in four equal installments commencing on January 17, 2004.

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(7) This option vests in four equal installments commencing on January 30, 2005.

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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