Edgar Filing: FAIR ISAAC CORP - Form 4

FAIR ISAA Form 4	C CORP									
November 0	5, 2013									
FORM	14	~ ~ ~ ~ ~ ~ ~ ~ ~ ~				~~~			PPROVAL	
	UNITED	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								
Check th if no lon subject t Section Form 4 o Form 5	ger STATEN o STATEN 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,								
obligatic may con <i>See</i> Instr 1(b).	tinue. Section 17	(a) of the Pu	ıblic U		ding Cor	npany Ac	ct of 1935 or Section	on		
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> LANSING WILLIAM J			Symbol	er Name and SAAC CO		-	5. Relationship of Reporting Person(s) to Issuer			
					-	20]	(Check all applicable)			
(Last) (First) (Middle) 181 METRO DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 11/04/2013				X Director 10% Owner X Officer (give title Other (specify below) below) President and CEO			
			4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
SAN JOSE							Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities	Acquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D any (Month/Day/	ate, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Pamindar: Par	port on a senarate line	for each class	s of sea							
Kenninder, Kej	port on a separate line	or each class	5 01 500	arries belle.	Perso inform requir	ns who re nation cour red to resp ays a curr	espond to the colle ntained in this form pond unless the for ently valid OMB co	i are not rm	SEC 1474 (9-02)	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	Derivative	Expiration Date	Underlying Securitie
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)		Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	ode V	(A)	(D)	Date Exercisable	Expiration Date		Amou or Numb of Sha
Performance Share Units	<u>(1)</u>	11/04/2013 <u>(2)</u>		А		26,668		12/13/2013 <u>(3)</u>	(4)	Common Stock	26,6

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
LANSING WILLIAM J 181 METRO DRIVE SAN JOSE, CA 95110	Х		President and CEO				
Signatures							
/s/Nancy E. Fraser, Attorney-in-fact		11/05/2013					

Date

**Signature of Reporting Person

Explanation of Responses:

* 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).
- (1) Each performance share unit represents a right to receive one share of Fair Isaac common stock contingent upon continued employment.
- (2) On November 4, 2013, the Compensation Committee of Fair Isaac Corporation's Board of Directors determined that the reporting person earned the number of performance share units reported on this Form 4 based on achievement of certain performance metrics.
- (3) The performance share units will vest in four 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.
- (4) No expiration date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.