

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 *

Stewart Richard Andrew

(Last) (First) (Middle)

901 MARQUETTE AVENUE, SUITE 3200

(Street)

MINNEAPOLIS, MN 55402

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

02/02/2010

3. Issuer Name and Ticker or Trading Symbol
FAIR ISAAC CORP [FICO]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner

☒ Officer ☐ Other
(give title below) (specify below)

Sr. Vice President

5. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
☒ Form filed by One Reporting Person
☐ 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)

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)

Date Exercisable

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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		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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