

Leonard Michael S
Form 3
February 07, 2012

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	
Â Leonard Michael S		(Month/Day/Year)	FAIR ISAAC CORP [FICO]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		02/07/2012		
901 MARQUETTE AVENUE,Â SUITE 3200			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
MINNEAPOLIS,Â MNÂ 55402			(give title below)	(specify below)
(City)	(State)	(Zip)	CAO and Vice President	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)
Common Stock	2,393.3995 ⁽¹⁾	D	Â

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 Options (right to buy)	Â (2)	11/16/2013	Common Stock	1,200	\$ 35.5	D	Â
Non-Qualified Stock Options (right to buy)	Â (2)	08/01/2014	Common Stock	1,050	\$ 28.75	D	Â
Non-Qualified Stock Options (right to buy)	Â (2)	11/14/2014	Common Stock	3,000	\$ 32.01	D	Â
Non-Qualified Stock Options (right to buy)	Â (2)	12/19/2012	Common Stock	2,000	\$ 43.58	D	Â
Non-Qualified Stock Options (right to buy)	12/13/2012(3)	12/12/2018	Common Stock	3,750	\$ 35.99	D	Â
Restricted Stock Units	08/24/2012(4)	Â (5)	Common Stock	1,500	\$ 0 (6)	D	Â
Restricted Stock Units	12/18/2012(4)	Â (5)	Common Stock	1,000	\$ 0 (6)	D	Â
Restricted Stock Units	07/23/2012(7)	Â (5)	Common Stock	1,875	\$ 0 (6)	D	Â
Restricted Stock Units	12/13/2012(7)	Â (5)	Common Stock	750	\$ 0 (6)	D	Â
Restricted Stock Units	12/13/2012(8)	Â (5)	Common Stock	3,750	\$ 0 (6)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Leonard Michael S 901 MARQUETTE AVENUE SUITE 3200 MINNEAPOLIS, MN 55402	Â	Â	Â CAO and Vice President	Â

Signatures

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

02/07/2012

**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) Common stock holdings include ESPP purchases and reinvested dividends.

(2) This option is fully vested and exercisable.

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- (3) This option vests in four equal annual installments commencing on this date.
- (4) The remaining restricted stock units vest in two equal annual installments commencing on this date and vested shares will be delivered to the reporting person as soon as practicable thereafter.
- (5) No expiration date.
- (6) Each restricted stock unit represents a right to receive one share of Fair Isaac common stock contingent upon continued employment.
- (7) The remaining restricted stock units vest in three equal annual installments commencing on this date and vested shares will be delivered to the reporting person as soon as practicable thereafter.
- (8) The remaining 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.

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.