

Scadina Mark R
Form 4
August 02, 2018

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
Scadina Mark R

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
181 METRO DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/01/2018

____ Director
____ Officer (give title below)
____ 10% Owner
____ Other (specify below)
EVP, Gen. Counsel & Sec.

SAN JOSE, CA 95110
(City) (State) (Zip)

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 Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 08/01/2018 | | M | | 10,000 A \$ 35.99 | 97,144 | I Scadina Revocable Trust |
| Common Stock | 08/01/2018 | | S | | 5,000 D \$ 205 | 92,144 | I Scadina Revocable Trust |
| Common Stock | 08/01/2018 | | S | | 5,000 D \$ 205.1701 | 87,144 | I Scadina Revocable Trust |
| Common Stock | 08/02/2018 | | M | | 5,000 A \$ 35.99 | 92,144 | I Scadina Revocable |

| | | | | | | | | |
|--------------|------------|---|-------|---|--------|------------|---|--|
| Common Stock | 08/02/2018 | S | 5,000 | D | \$ 206 | 87,144 | I | Trust Scadina Revocable Trust |
| Common Stock | | | | | | 1,441.7479 | D | |

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

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | Code | V (A) (D) | | | | |
| Non Qualified Stock Option (right to buy) | \$ 35.99 | 08/01/2018 | | M | 10,000 | 12/13/2012 ⁽¹⁾ 12/12/2018 | Common Stock | 10,000 | |
| Non Qualified Stock Option (right to buy) | \$ 35.99 | 08/02/2018 | | M | 5,000 | 12/13/2012 ⁽¹⁾ 12/12/2018 | Common Stock | 5,000 | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Scadina Mark R
181 METRO DRIVE
SAN JOSE, CA 95110

EVP, Gen. Counsel & Sec.

Signatures

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

08/02/2018

__Signature of Reporting Person

Date

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

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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