

BATTLE A GEORGE
Form 4
February 04, 2013

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 *
BATTLE A GEORGE

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)
02/01/2013

Director 10% Owner
 Officer (give title below) Other (specify below)

SAN JOSE, CA 95110

4. 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

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	02/01/2013		M		19,125 (1) A \$ 32.46	31,828 (2)	D
Common Stock	02/01/2013		S		18,475 (3) D \$ 45.1488	13,353 (2)	D
Common Stock						10,010 (2)	I
Common Stock						10,000 (2)	I

A. George Battle 2011 Separate Property Trust

Common
Stock

Treehouse
Vineyards
LLC

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 Underlying Security (Instr. 3 and 4)
Non-Qualified Stock Option	\$ 32.46	02/01/2013		M	16,875	02/03/2003 ⁽⁵⁾ 02/03/2013	Common Stock
Non-Qualified Stock Option	\$ 32.46	02/01/2013		M	2,250	02/03/2003 ⁽⁵⁾ 02/03/2013	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BATTLE A GEORGE 181 METRO DRIVE SAN JOSE, CA 95110		X		

Signatures

Nancy E. Fraser,
Attorney-in-fact

02/04/2013

__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) Exercised pursuant to insider's 10b5-1 plan.

(2)

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Mr. Battle's direct and indirect holdings on this filing have been reduced by 12,388 shares from his last ownership reporting as he relinquished control over his adult children's shares he had disclaimed beneficial ownership in for purposes of Section 16 or any other purpose. Further, since his last filing, Mr. Battle has transferred certain holdings as indicated on this filing to his Trust and to an LLC he owns in part.

(3) Sold pursuant to insider's 10b5-1 plan.

This transaction was executed in multiple trades at prices ranging from \$45.00 to \$45.32. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.

(5) This option vested in full upon the date of grant.

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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