

FAIR ISAAC CORP
Form 4
March 22, 2005

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 *
ROSENBERGER LARRY

(Last) (First) (Middle)
901 MARQUETTE AVENUE, SUITE 3200
(Street)

MINNEAPOLIS, MN 55402

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
03/21/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 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 (A) or (D) Price		
Common Stock	03/25/2005		M		20,000 A \$ 9.0741	D	
Common Stock	03/25/2005		S		200 ⁽¹⁾ D \$ 33.27	D	
Common Stock	03/25/2005		S		600 ⁽¹⁾ D \$ 33.3	D	
Common Stock	03/25/2005		S		1,800 ⁽¹⁾ D \$ 33.31	D	
Common Stock	03/25/2005		S		500 ⁽¹⁾ D \$ 33.32	D	

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Common Stock	03/25/2005	S	900 <u>(1)</u>	D	\$ 33.33	676,121	D
Common Stock	03/25/2005	S	400 <u>(1)</u>	D	\$ 33.34	675,721	D
Common Stock	03/25/2005	S	500 <u>(1)</u>	D	\$ 33.35	675,221	D
Common Stock	03/25/2005	S	1,100 <u>(1)</u>	D	\$ 33.36	674,121	D
Common Stock	03/25/2005	S	1,300 <u>(1)</u>	D	\$ 33.37	672,821	D
Common Stock	03/25/2005	S	2,100 <u>(1)</u>	D	\$ 33.38	670,721	D
Common Stock	03/25/2005	S	1,400 <u>(1)</u>	D	\$ 33.39	669,321	D
Common Stock	03/25/2005	S	600 <u>(1)</u>	D	\$ 33.4	668,721	D
Common Stock	03/25/2005	S	1,000 <u>(1)</u>	D	\$ 33.41	667,721	D
Common Stock	03/25/2005	S	1,300 <u>(1)</u>	D	\$ 33.42	666,421	D
Common Stock	03/25/2005	S	500 <u>(1)</u>	D	\$ 33.44	665,921	D
Common Stock	03/25/2005	S	500 <u>(1)</u>	D	\$ 33.48	665,421	D
Common Stock	03/25/2005	S	400 <u>(1)</u>	D	\$ 33.5	665,021	D
Common Stock	03/25/2005	S	300 <u>(1)</u>	D	\$ 33.52	664,721	D
Common Stock	03/25/2005	S	800 <u>(1)</u>	D	\$ 33.55	663,921	D
Common Stock	03/25/2005	S	1,300 <u>(1)</u>	D	\$ 33.57	662,621	D
Common Stock	03/25/2005	S	600 <u>(1)</u>	D	\$ 33.58	662,021	D
Common Stock	03/25/2005	S	700 <u>(1)</u>	D	\$ 33.62	661,321	D
Common Stock	03/25/2005	S	100 <u>(1)</u>	D	\$ 33.63	661,221	D
Common Stock	03/25/2005	S	1,000 <u>(1)</u>	D	\$ 33.64	660,221	D
	03/25/2005	S	100 <u>(1)</u>	D	\$ 33.65	660,121	D

Common
Stock

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

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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 Security (Instr. 3 and 4)
Non-Qualified Stock Option (right to buy)	\$ 9.0741	03/21/2005		M	20,000	03/31/1999 03/31/2006	Common Stock 20

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROSENBERGER LARRY 901 MARQUETTE AVENUE SUITE 3200 MINNEAPOLIS, MN 55402			Vice President	

Signatures

/s/ Larry E.
Rosenberger 03/21/2005

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

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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