

GRUDNOWSKI THOMAS

Form 4

March 03, 2005

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
GRUDNOWSKI THOMAS

(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)  
03/01/2005

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)

President &amp; CEO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/01/2005		M		100,000	A	\$ 9.6297 122,500
Common Stock	03/01/2005		S		9,500	D	\$ 34.25 113,000
Common Stock	03/01/2005		S		1,500	D	\$ 34.188 111,500
Common Stock	03/01/2005		S		13,800	D	\$ 34.1701 97,700
Common Stock	03/01/2005		S		1,000	D	\$ 34.119 96,700

Edgar Filing: GRUDNOWSKI THOMAS - Form 4

Common Stock	03/01/2005	S	700	D	\$ 34.1	96,000	D
Common Stock	03/01/2005	S	1,500	D	\$ 34.0813	94,500	D
Common Stock	03/01/2005	S	4,100	D	\$ 34.0487	90,400	D
Common Stock	03/01/2005	S	500	D	\$ 34.02	89,900	D
Common Stock	03/01/2005	S	200	D	\$ 34.01	89,700	D
Common Stock	03/01/2005	S	3,600	D	\$ 34.0006	86,100	D
Common Stock	03/01/2005	S	2,700	D	\$ 34	83,400	D
Common Stock	03/01/2005	S	1,100	D	\$ 33.9909	82,300	D
Common Stock	03/01/2005	S	1,000	D	\$ 33.99	81,300	D
Common Stock	03/01/2005	S	3,500	D	\$ 33.9891	77,800	D
Common Stock	03/01/2005	S	1,900	D	\$ 33.98	75,900	D
Common Stock	03/01/2005	S	5,100	D	\$ 33.9782	70,800	D
Common Stock	03/01/2005	S	8,700	D	\$ 33.97	62,100	D
Common Stock	03/01/2005	S	4,200	D	\$ 33.96	57,900	D
Common Stock	03/01/2005	S	2,400	D	\$ 33.9596	55,500	D
Common Stock	03/01/2005	S	700	D	\$ 33.95	54,800	D
Common Stock	03/01/2005	S	2,500	D	\$ 33.94	52,300	D
Common Stock	03/01/2005	S	1,100	D	\$ 33.939	51,200	D
Common Stock	03/01/2005	S	400	D	\$ 33.93	50,800	D
Common Stock	03/01/2005	S	800	D	\$ 33.9275	50,000	D
	03/01/2005	S	3,800	D	\$ 33.92	46,200	D

# Edgar Filing: GRUDNOWSKI THOMAS - Form 4

Common  
Stock

Common Stock	03/01/2005	S	400	D	\$ 33.91	45,800	D
Common Stock	03/01/2005	S	1,700	D	\$ 33.9	44,100	D
Common Stock	03/01/2005	S	12,200	D	\$ 33.89	31,900	D
Common Stock	03/01/2005	S	9,400	D	\$ 33.84 (1)	22,500	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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 A Underlying S (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 9.6297	03/01/2005		M	100,000	12/02/2000 <sup>(2)</sup>	08/23/2009	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRUDNOWSKI THOMAS 901 MARQUETTE AVENUE SUITE 3200 MINNEAPOLIS, MN 55402	X		President & CEO	

## Signatures

/s/ Andrea M. Fike,  
Attorney-in-fact

03/02/2005

\*\*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).

\$33.84 was the average sale price. Actuals were: 2,200 shares sold at \$33.88; 200 shares sold at \$33.87; 400 shares sold at \$33.86; 500

(1) shares sold at \$33.85; 100 shares sold at \$33.84; 200 shares sold at \$33.83; 100 shares sold at \$33.82; 1,200 shares sold at \$33.81; 4,500 shares sold at \$33.80.

(2) 25% of the shares vested on this date; the remaining 75% vested in equal monthly installments thereafter over three years.

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.