

FACTSET RESEARCH SYSTEMS INC
Form 4
December 22, 2014

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 *
Walsh Peter G

2. Issuer Name and Ticker or Trading Symbol
FACTSET RESEARCH SYSTEMS INC [FDS]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
601 MERRITT 7
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/18/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President & COO

NORWALK, CT 06851

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| FactSet Common Stock | 12/18/2014 | | M | | 18,991 A \$ 65.67 | 42,023 | D |
| FactSet Common Stock | 12/18/2014 | | M | | 9,259 A \$ 35.8 | 51,282 | D |
| FactSet Common Stock | 12/18/2014 | | M | | 25,000 A \$ 66.46 | 76,282 | D |
| FactSet Common | 12/18/2014 | | S | | 53,250 D \$ | 23,032 | D |
| | | | | | | 142.04 | |

Stock

FactSet
Common 12/19/2014 M 26,750 A \$ 63.09 49,782 D
stock

FactSet
Common 12/19/2014 S 26,750 D \$ 142.29 23,032 D
Stock

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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| Non-Qualified Stock Option (right to buy) | \$ 65.67 | 12/18/2014 | | M | 18,991 | 08/14/2009 08/14/2015 | FactSet Common Stock 18 |
| Non-Qualified Stock Option (right to buy) | \$ 35.8 | 12/18/2014 | | M | 9,259 | 10/24/2009 10/24/2015 | FactSet Common Stock 9, |
| Non-Qualified Stock Option (right to buy) | \$ 66.46 | 12/18/2014 | | M | 25,000 | 10/23/2011 10/23/2016 | FactSet Common Stock 25 |
| Non-Qualified Stock Option (right to buy) | \$ 63.09 | 12/19/2014 | | M | 26,750 | 02/09/2014 02/09/2017 | FactSet Common Stock 26 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Executive Vice President & COO

Walsh Peter G
601 MERRITT 7
NORWALK, CT 06851

Signatures

/s/ Peter G.
Walsh

12/22/2014

**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) Column 8 has been intentionally left blank.

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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