

FACTSET RESEARCH SYSTEMS INC

Form 4

December 22, 2014

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
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(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)

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

601 MERRITT 7

(Street)

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

NORWALK, CT 06851

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

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Stock

FactSet

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

Common Stock	12/19/2014	S	26,750	D	\$ 142.29	23,032	D
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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 Amount Underlying Security (Instr. 3 and 4)	Am or Num of S
				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
Non-Qualified Stock Option (right to buy)	\$ 35.8	12/18/2014		M	9,259	10/24/2009	10/24/2015	FactSet Common Stock
Non-Qualified Stock Option (right to buy)	\$ 66.46	12/18/2014		M	25,000	10/23/2011	10/23/2016	FactSet Common Stock
Non-Qualified Stock Option (right to buy)	\$ 63.09	12/19/2014		M	26,750	02/09/2014	02/09/2017	FactSet Common Stock

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.

12/22/2014

Walsh

 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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