

FACTSET RESEARCH SYSTEMS INC

Form 4

December 20, 2012

FORM 4

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

OMB APPROVAL

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

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 *
SNYDER CHARLES J

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)
12/19/2012

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

NORWALK, CT 06851

(City) (State) (Zip)

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

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
FactSet Common Stock	12/19/2012		M		4,500	A	\$ 19.47
FactSet Common Stock	12/19/2012		M		4,500	A	\$ 24.97
FactSet Common Stock	12/19/2012		M		4,500	A	\$ 37.55
FactSet Common	12/19/2012		M		4,500	A	\$ 42.05

Stock

FactSet Common Stock	12/19/2012	S	18,000	D	\$ 90.77	2,254,148	D
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FactSet Common Stock	12/19/2012	G	23,000	D	\$ 91.21 <u>(1)</u>	2,231,148 ⁽²⁾	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 of Underlying Security (Instr. 3 and 4)	8. Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 19.47	12/19/2012		M	4,500	01/10/2004 01/10/2013	FactSet Common Stock	4,500
Non-Qualified Stock Option (right to buy)	\$ 24.97	12/19/2012		M	4,500	01/09/2005 01/09/2014	FactSet Common Stock	4,500
Non-Qualified Stock Option (right to buy)	\$ 37.55	12/19/2012		M	4,500	12/22/2005 12/22/2014	FactSet Common Stock	4,500
Non-Qualified Stock Option (right to buy)	\$ 42.04	12/19/2012		M	4,500	12/21/2006 12/21/2015	FactSet Common Stock	4,500

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SNYDER CHARLES J
601 MERRITT 7
NORWALK, CT 06851

X

Signatures

/s/ Charles J.
Snyder

12/20/2012

**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) Based on the average of the high and low price of FactSet common stock on December 19, 2012.
- (2) Note that 1,489,748 of Mr. Snyder's shares are held directly and that an additional 741,400 shares are held indirectly as follows: 236,400 shares in the 2011 Grantor Retained Annuity Trust and 505,000 shares in 2012 Grantor Retained Annuity Trust.
- (3) Column 8 has been intentionally left blank because the transaction was an exercise of a derivative security.

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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