

BRIGHT HORIZONS FAMILY SOLUTIONS INC
 Form 4
 August 18, 2006

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 *
 DREIER STEPHEN I

2. Issuer Name and Ticker or Trading Symbol
 BRIGHT HORIZONS FAMILY SOLUTIONS INC [BFAM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 08/16/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Secretary & CAO

1 EDMONDS RD, C/O BRIGHT HORIZONS FAMILY SOLUTION

(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

CONCORD, MA 01742

(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 | (A) or (D) | Price |
| Common Stock | 08/16/2006 | | S | 3,000 | D | \$ | 39.95 |
| | | | | | | | 52,335 |
| | | | | | | | D |

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)

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| 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 Securities (Instr. 3 and 4) | 8. Price of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|---|--|
| Stock Options (Right to buy) | \$ 7.4063 | | | | | Date Exercisable: 11/16/1999 Expiration Date: 11/16/2009 | Common Stock | 8,000 |
| Stock Options (Right to buy) | \$ 8.625 | | | | | Date Exercisable: 03/07/2000 Expiration Date: 03/07/2010 | Common Stock | 8,000 |
| Stock Options (Right to buy) | \$ 11.455 | | | | | Date Exercisable: 04/16/2001 Expiration Date: 04/16/2011 | Common Stock | 5,836 |
| Stock Options (Right to buy) | \$ 13.295 | | | | | Date Exercisable: 03/06/2003 Expiration Date: 03/06/2013 | Common Stock | 8,000 |
| Stock Options (Right to buy) | \$ 14.3 | | | | | Date Exercisable: 02/14/2002 Expiration Date: 02/14/2012 | Common Stock | 6,400 |
| Stock Options (Right to buy) | \$ 34.44 | | | | | Date Exercisable: 02/28/2005 Expiration Date: 02/28/2012 | Common Stock | 4,000 |
| Stock Options (Right to buy) | \$ 36.63 | | | | | Date Exercisable: 02/16/2009 Expiration Date: 02/16/2013 | Common Stock | 7,550 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DREIER STEPHEN I
1 EDMONDS RD
C/O BRIGHT HORIZONS FAMILY SOLUTION
CONCORD, MA 01742

Secretary & CAO

Signatures

Stephen I.
Dreier 08/18/2006

__Signature of Date
Reporting Person

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).

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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