

FACTSET RESEARCH SYSTEMS INC

Form 3

October 10, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Stern Rachel Rebecca		(Month/Day/Year)	FACTSET RESEARCH SYSTEMS INC [FDS]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
601 MERRITT 7			(Check all applicable)	6. Individual or Joint/Group Filing(Check Applicable Line)
(Street)			___ Director	___ 10% Owner
			<u> X </u> Officer	___ Other
NORWALK,Â CTÂ 06851			(give title below)	(specify below)
(City)	(State)	(Zip)	Senior Vice President	___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
FactSet Common Stock	1,203 ⁽³⁾	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I) (Instr. 5)	
Non-Qualified Stock Option (right to buy)	04/20/2006 ⁽¹⁾	04/20/2015	FactSet Common Stock	875	\$ 29	D	Â
Non-Qualified Stock Option (right to buy)	08/14/2008 ⁽¹⁾	08/14/2014	FactSet Common Stock	1,546	\$ 59.36	D	Â
Non-Qualified Stock Option (right to buy)	08/14/2009 ⁽¹⁾	08/14/2015	FactSet Common Stock	3,527	\$ 65.67	D	Â
Non-Qualified Stock Option (right to buy)	10/24/2009 ⁽¹⁾	10/24/2015	FactSet Common Stock	1,720	\$ 35.8	D	Â
Non-Qualified Stock Option (right to buy)	10/23/2010 ⁽¹⁾	10/23/2016	FactSet Common Stock	4,583	\$ 66.46	D	Â
Non-Qualified Stock Option (right to buy)	11/01/2012 ⁽¹⁾	11/01/2021	FactSet Common Stock	2,680	\$ 94.84	D	Â
Non-Qualified Stock Option (right to buy)	11/01/2013 ⁽¹⁾	11/01/2022	FactSet Common Stock	3,761	\$ 92.22	D	Â
Non-Qualified Stock Option (right to buy)	11/01/2013 ⁽²⁾	11/01/2022	FactSet Common Stock	6,164	\$ 92.22	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Stern Rachel Rebecca 601 MERRITT 7 NORWALK, CT 06851	Â	Â	Â Senior Vice President	Â

Signatures

/s/ Rachel R. Stern
10/10/2013

**Signature of Reporting Person
Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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)

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Twenty percent of this option grant is exercisable one year after the grant date, with the remainder vesting at a rate of 1.67% per month thereafter.

- These options shall become exercisable based on the achievement by the issuer of certain financial performance criteria. Options that do
- (2) not vest at the end of a two-year performance period will be forfeited. Options that become exercisable vest 40% after the two-year performance period with the remainder vesting at 1.67% per month thereafter.
 - (3) Represents restricted stock awards which vest over 5 years at a rate of 60% after 3 years and the remaining 40% after 5 years, subject to continued employment.

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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