FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| ١ |
|---|
| |

3235-0287

OMB Number: 3235-0287 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(b) of the Investment Company Act of 1940

| | | | or Se | ction 30(h) of the Ir | vestment Cor | mpany Act of 1940 | | | | | | | |
|---------------------------|--------------|--------------|------------------------|-------------------------------|-------------------|--|---|---------------------------------------|------------------------------|-----------------------|--|--|--|
| 1. Name and Addre | , , | | | er Name and Ticke | | ymbol YSTEMS INC [| 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
| SIEBECKE | X WALIEF | <u>C F</u> | FDS | _ | | | X | Director | 10% (| Owner | | | |
| | | | | | | | | Officer (give title below) | Other below | (specify | | | |
| (Last) 601 MERRITT | (First) | (Middle) | | e of Earliest Transa /2016 | ction (Month/E | Day/Year) | | below) | below | , | | | |
| (04 | | | 4. If Ar | mendment, Date of | Original Filed | (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable | | | | | | |
| (Street) NORWALK CT 06851 | | | | | | | Line) X Form filed by One Reporting Person | | | | | | |
| NORWALK CI 06851 | | | | | | | 1 | Form filed by More than One Reporting | | | | | |
| (City) | (State) | (Zip) | | | | | | Person | | | | | |
| | | Table I - No | n-Derivative S | Securities Acq | uired, Dis | posed of, or Benefi | cially | Owned | | | | | |
| 1. Title of Security | / (Instr. 3) | | 2. Transaction Date | 2A. Deemed Execution Date, | 3. Transaction | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 | | 5. Amount of Securities | 6. Ownership Form: Direct | 7. Nature of Indirect | | | |

| 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. Transa Code (| | 4. Securities Disposed Of | | | 5. Amount of Securities Beneficially Owned Following | 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 | Reported Transaction(s) (Instr. 3 and 4) | | | | |
| FactSet Common Stock | 01/13/2016 | | М | | 1,611 | A | \$91.06 | 27,439 | D | | | |
| FactSet Common Stock | 01/13/2016 | | M | | 964 | A | \$107.65 | 28,403 | D | | | |
| FactSet Common Stock | 01/13/2016 | | М | | 461 | A | \$138.48 | 28,864 | D | | | |
| FactSet Common Stock | 01/13/2016 | | M | | 2,097 | A | \$87.26 | 30,961 | D | | | |
| FactSet Common Stock | 01/13/2016 | | M | | 3,085 | A | \$66.81 | 34,046 | D | | | |
| FactSet Common Stock | 01/13/2016 | | M | | 2,419 | A | \$95.05 | 36,465 | D | | | |
| FactSet Common Stock | 01/13/2016 | | M | | 4,500 | A | \$58.78 | 40,965 | D | | | |
| FactSet Common Stock | 01/13/2016 | | S | | 1,611 | D | \$147.15 | 39,354 | D | | | |
| FactSet Common Stock | 01/13/2016 | | S | | 964 | D | \$147.23 | 38,390 | D | | | |
| FactSet Common Stock | 01/13/2016 | | S | | 461 | D | \$147.25 | 37,929 | D | | | |
| FactSet Common Stock | 01/13/2016 | | S | | 2,097 | D | \$146.84 | 35,832 | D | | | |
| FactSet Common Stock | 01/13/2016 | | S | | 3,085 | D | \$146.12 | 32,747 | D | | | |
| FactSet Common Stock | 01/13/2016 | | S | | 6,919 | D | \$146.11 | 25,828 | D | | | |

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) | | ransaction Derivative ode (Instr. Securities | | | 6. Date Exerc Expiration Da (Month/Day/) | ate | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------|--|-----|-------|--|--------------------|--|--|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | (Instr. 4) | | |
| Non- Qualified Stock Option (right to buy) | \$91.06 | 01/13/2016 | | M | | | 1,611 | 01/15/2014 | 01/15/2020 | FactSet Common Stock | 1,611 | (1) | 18,409 | D | |
| Non- Qualified Stock Option (right to buy) | \$107.65 | 01/13/2016 | | М | | | 964 | 01/15/2015 | 01/15/2021 | FactSet Common Stock | 964 | (1) | 17,445 | D | |
| Non- Qualified Stock Option (right to buy) | \$138.48 | 01/13/2016 | | М | | | 461 | 01/13/2016 | 01/15/2022 | FactSet Common Stock | 461 | (1) | 16,984 | D | |

| | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|---|--|--|------|------|------|------|----------------------|---------------------|--------------------|----------------------------|--|------|------------------------------|------|------|------|------|---|---|--|--|--|--|--|--|--|---|--|--|--|
| Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | Date | Date | Date | Date | Date | Date | Date | Date | Date | Date | Date | Date | Date | Date | Date | 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 Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | Transaction(s) (Instr. 4) | | | | | | | | | | | | | | | | | |
| Non- Qualified Stock Option (right to buy) | \$87.26 | 01/13/2016 | | М | | | 2,097 | 01/13/2013 | 01/13/2019 | FactSet Common Stock | 2,097 | (1) | 14,887 | D | | | | | | | | | | | | | | | | |
| Non- Qualified Stock Option (right to buy) | \$66.81 | 01/13/2016 | | М | | | 3,085 | 01/15/2011 | 01/15/2017 | FactSet Common Stock | 3,085 | (1) | 11,802 | D | | | | | | | | | | | | | | | | |
| Non- Qualified Stock Option (right to buy) | \$95.05 | 01/13/2016 | | М | | | 2,419 | 01/14/2012 | 01/14/2018 | FactSet Common Stock | 2,419 | (1) | 9,383 | D | | | | | | | | | | | | | | | | |
| Non- Qualified Stock Option (right to buy) | \$58.78 | 01/13/2016 | | М | | | 4,500 | 01/16/2008 | 01/16/2017 | FactSet Common Stock | 4,500 | (1) | 4,883 | D | | | | | | | | | | | | | | | | |
| Non- Qualified Stock Option (right to buy) | \$87.26 | 01/13/2016 | | J | | | 525 ⁽²⁾ | 01/13/2017 | 01/13/2019 | FactSet Common Stock | 525 | (2) | 4,358 | D | | | | | | | | | | | | | | | | |
| Non- Qualified Stock Option (right to buy) | \$91.06 | 01/13/2016 | | J | | | 1,072 ⁽²⁾ | 01/15/2017 | 01/15/2020 | FactSet Common Stock | 1,072 | (2) | 3,286 | D | | | | | | | | | | | | | | | | |
| Non- Qualified Stock Option (right to buy) | \$107.65 | 01/13/2016 | | J | | | 1,440 ⁽²⁾ | 01/15/2017 | 01/15/2021 | FactSet Common Stock | 1,440 | (2) | 1,846 | D | | | | | | | | | | | | | | | | |
| Non- Qualified Stock Option (right to | \$138.48 | 01/13/2016 | | J | | | 1,846 ⁽²⁾ | 01/15/2017 | 01/15/2022 | FactSet Common Stock | 1,846 | (2) | 0 | D | | | | | | | | | | | | | | | | |

Explanation of Responses:

- $1. \ Column\ 8\ has\ been\ intentionally\ left\ blank\ because\ the\ transaction\ was\ an\ exercise\ of\ a\ derivative\ security.$
- 2. Walter F. Siebecker resigned from the Board effective December 15, 2015, concurrent with the date of FactSet's 2015 Annual Meeting of Stockholders. These amounts represent a pre-vesting forfeiture of non-qualified stock options granted to Mr. Siebecker during his term as a Director.

<u>/s/ Walter F. Siebecker</u> <u>01/15/2016</u>

** Signature of Reporting Person

Date

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

- * 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.

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 Number.