SEC Form 5

FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Form 3 Holdings Reported

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP**

OMB APPROVAL

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Form 4 Transacti	ons Reported.	Filed	l pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940									
(Last) (First) (Middle)		<u>EL D</u>	2. Issuer Name and Ticker or Trading Symbol FACTSET RESEARCH SYSTEMS INC [FDS] 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 08/31/2009		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) Executive Vice President							
(Street) NORWALK	СТ		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	ividual or Joint/Group Filing (Check Applica Form filed by One Reporting Person Form filed by More than One Reporting							
(City)	(State)	(Zip)			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 Acc Of (D) (Instr. 3, 4		or Disposed	5. Amount of Securities Beneficially Owned at end of	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price	Issuer's Fiscal Year (Instr. 3 and 4)		
FactSet Common Stock	11/28/2008		A	111(1)	A	\$34	62,999	D	
FactSet Common Stock	02/27/2009		A	109(1)	A	\$30.3	63,108	D	
FactSet Common Stock	05/29/2009		A	120 ⁽¹⁾	A	\$31.82	63,228	D	
FactSet Common Stock	08/31/2009		A	72 ⁽¹⁾	A	\$46.75	63,300	D	

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

			(0-9-) P	,		,	••••••							
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)	of Deriva Secur Acqui (A) or Dispo of (D) (Instr.	of Expiration Date Derivative (Month/Day/Year) Securities Acquired (A) or Disposed		Amoun Securit Underly Derivat	7. Title and 8. Price of Amount of Derivative Securities (Instr. 5) Derivative Security (Instr. 3 and 4)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Shares acquired through the FactSet Research Systems Inc. Employee Stock Purchase Plan.

09/29/2009 Michael D. Frankenfield

** 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.