

FACTSET RESEARCH SYSTEMS INC.
Nominating and Corporate Governance Committee Charter

I. Purpose

The Nominating and Corporate Governance Committee (the “Committee”) of the Board of Directors (the "Board") of FactSet Research Systems Inc. (the "Company" or "FactSet") is responsible for recommending nominations of directors and committee memberships and for taking a leadership role in defining and articulating the corporate governance principles and practices of FactSet.

The Committee shall assist the Board in:

- A. evaluating the size, composition, function and duties of the Board;
- B. identifying qualified candidates to become Board members, consistent with criteria approved by the Board;
- C. recommending Board candidates for nomination by the Board for election at the next annual meeting of stockholders of the Company;
- D. orienting new Board members;
- E. determining the composition of the committees of the Board;
- F. developing, updating and monitoring a process to evaluate Board effectiveness;
- G. developing and implementing the Company's corporate governance guidelines and practices;
- H. overseeing risks related to the Company’s governance structure; and
- I. overseeing the Company’s position on corporate social responsibility and public issues of significance that affect key stakeholders of the Company.

II. Composition and Membership

The Committee shall consist of a minimum of three directors. Members of the Committee and its Chair shall be appointed by the Board upon the recommendation of the Committee and may be removed by the Board in its discretion at any time. All members of the Committee shall be independent directors as required by all applicable regulations, including those of the Securities and Exchange Commission, and the listing standards of the New York Stock Exchange and Nasdaq.

III. Duties and Responsibilities

The following are the duties and responsibilities of the Committee:

- A. To recommend candidates to be nominated by the Board and presented in the Proxy Statement for stockholder approval at each Annual Meeting of Stockholders. Nominees may also be elected to the Board between Annual Meetings of Stockholders, but such election must be followed by stockholder approval at the next scheduled Annual Meeting of Stockholders.
- B. To develop and recommend to the Board a policy for the selection of nominees for Board membership, and to review and evaluate this policy and the Company's criteria for Board candidates periodically.
- C. To initiate the search for qualified candidates for the Board. The Committee shall identify, recruit, propose, screen, interview and select director nominee candidates. The Committee shall review the nominee's qualifications, including capability, availability to serve, business and professional experience, talents, perspectives, conflicts of interest, and other relevant factors. The Committee shall search for individuals as nominees with the highest personal and professional integrity, who shall have demonstrated strong ability and judgment and who shall be effective, in conjunction with the other nominees to the Board, in collectively serving the long-term interests of the Company's stakeholders. The Committee shall actively identify and recruit diverse candidates, including consideration of factors such as race, gender, age and national origin. The Committee shall act in accordance with the Company's Director Nominee Selection Policy. The Committee shall accept nominees recommended by stockholders in written communications to the Company's Secretary and evaluate them in the same manner as candidates and nominees identified via other sources. At least one member of the Board shall at all times have the qualifications necessary to serve as a Financial Expert (as defined in the Audit Committee Charter) of the Audit Committee.
- D. To initiate the search for qualified CEO candidates, as and when CEO succession is at issue, provided that the Board has not empowered a separate sub-committee of the Board to do so.
- E. To review the committees of the Board and to recommend to the Board for its approval directors to serve as members and as chair of each committee, based on the qualifications of the directors.
- F. To develop and implement the Company's Corporate Governance Guidelines, as well as review these guidelines periodically and recommend changes as necessary to the Board.
- G. To develop and recommend to the Board for its approval an annual evaluation process of the effectiveness of the Board and its committees, including an annual performance evaluation of the Committee. The Committee shall oversee these annual evaluations.

- H. To review succession plans for the members of the Board.
- I. To review, and oversee compliance with, codes of conduct and ethics for the Board and the Company, including the FactSet Code of Business Conduct & Ethics, and to review any requests for waivers of these policies for the Company's directors and executive officers.
- J. To review and assess the independence of each director and director nominee at least annually.
- K. To review the Company's actions in furtherance of its corporate social responsibility, including considering the impact of the Company's business operations, procedures and processes on employees, stockholders, citizens and communities.
- L. To review with management the risks, if any, relating to the Company's corporate governance structure and practices.
- M. To review at least annually the adequacy of this Charter and recommend any proposed changes to the Board for approval.
- N. To perform such other duties as may be specified from time-to-time by the Board.

IV. Meetings

The Committee will meet at least four times per year or more frequently as necessary to carry out its responsibilities under this Charter. At least one Committee meeting annually will be required to evaluate and make recommendations of qualified candidates for election to the Board at the Annual Meeting of Stockholders and for inclusion in the Proxy Statement.

The Committee Chair will, in consultation with the other members of the Committee and appropriate officers of the Company, establish the agenda for each Committee meeting. Any Committee member may submit items to be included on the agenda.

A majority of the Committee members will constitute a quorum for conducting business at a meeting of the Committee.

The Committee Chair will supervise the conduct of the meetings and will have other related responsibilities as the Committee may specify from time to time.

The Committee shall provide the Board with a report of the Committee's activities and proceedings as appropriate. The Committee will maintain written minutes of its meetings, which minutes will be filed with the minutes of the meetings of the Board.

V. Resources and Authority

The Committee will have the resources and authority necessary to discharge its duties and responsibilities, including the sole authority to retain and approve the fees and other retention terms of director search, legal and other advisors as it deems necessary.

The Committee shall have the authority to designate, and delegate duties to, such standing and ad-hoc sub-committees and individual members of the Committee as it deems necessary or desirable.

Approved by the Board of Directors of FactSet Research Systems Inc. on September 22, 2020.