

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

FactSet Research Systems Inc.
(Exact name of registrant as specified in its charter)

Delaware

13-3362547

(State of incorporation or
organization)

(I.R.S. Employer
Identification No.)

One Greenwich Plaza
Greenwich, Connecticut

06830

(Address of principal executive offices)

(Zip Code)

If this Form relates to the registration of a class of debt securities and is effective upon filing pursuant to General Instruction A.(c)(1), please check the following box.

If this Form relates to the registration of a class of debt securities and is to become effective simultaneously with the effectiveness of a concurrent registration statement under the Securities Act of 1933 pursuant to General Instructions A.(c)(2), please check the following box.

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class
to be so registered

Name of each exchange on which
each class is to be registered

Common Stock, par value \$.01 per share

New York Stock Exchange

Securities to be registered pursuant to Section 12(g) of the Act:

None

(Title of Class)

(Title of Class)

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered.

A description of the Common Stock of FactSet Research Systems Inc. (the "Company") is incorporated by reference from page 47 of the Company's Registration Statement on Form S-1 (Reg. No. 333-4238), filed with the Securities and Exchange Commission on April 30, 1996.

Item 2. Exhibits.

1. -- All exhibits required to by Instruction II to Item 2 will be supplied to the New York Stock Exchange.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

REGISTRANT: FactSet Research Systems Inc.

DATE: June 20, 1996

By:

Howard E. Wille
Chairman of the Board and
Chief Executive Officer