SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287

hc	urs per response:	0.5
Es	stimated average burden	

1. Name and Addr	1 0		2. Issuer Name and Ticker or Trading Symbol <u>FACTSET RESEARCH SYSTEMS INC</u> [FDS]	(Check	tionship of Reporting Per all applicable) Director Officer (give title	rson(s) to Issuer 10% Owner Other (specify				
(Last) 601 MERRITT	(First) (Middle) 7		3. Date of Earliest Transaction (Month/Day/Year) 10/13/2010	X	below) Senior Vice Pi	below)				
(Street) NORWALK (City)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Filin Form filed by One Rep Form filed by More tha Person	orting Person				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)		
FactSet Common Stock	10/13/2010		М		2,306	A	\$29	14,777	D			
FactSet Common Stock	10/13/2010		М		10,192	A	\$43.39	24,969	D			
FactSet Common Stock	10/13/2010		М		9,210	A	\$43.39	34,179	D			
FactSet Common Stock	10/13/2010		М		7,955	A	\$59.36	42,134	D			
FactSet Common Stock	10/13/2010		М		5,544	A	\$65.67	47,678	D			
FactSet Common Stock	10/13/2010		М		2,484	A	\$35.8	50,162	D			
FactSet Common Stock	10/13/2010		S		37,691	D	\$85.11	12,471	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)	4. Transa Code (8)		of Deri Sec Acq (A) o Disp of (I	umber vative urities uired or oosed O) (Instr. 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 Transaction(s) (Instr. 4)	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				
Non- Qualified Stock Option (right to buy)	\$29	10/13/2010		М			2,306	04/20/2006	04/20/2015	FactSet Common Stock	2,306	(1)	98,114	D	
Non- Qualified Stock Option (right to buy)	\$43.39	10/13/2010		М			10,192	08/14/2007	08/14/2013	FactSet Common Stock	10,192	(1)	87,922	D	
Non- Qualified Stock Option (right to buy)	\$43.39	10/13/2010		М			9,210	08/14/2008	08/14/2013	FactSet Common Stock	9,210	(1)	78,712	D	
Non- Qualified Stock Option (right to buy)	\$59.36	10/13/2010		М			7,955	08/14/2008	08/14/2014	FactSet Common Stock	7,955	(1)	70,757	D	
Non- Qualified Stock Option (right to buy)	\$65.67	10/13/2010		М			5,544	08/14/2009	08/14/2015	FactSet Common Stock	5,544	(1)	65,213	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)	4. Transa Code (8)		of Deri Seci Acq (A) o Disp of (E	umber vative urities uired or oosed o) (Instr. and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		nd 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) (Instr. 4)	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				
Non- Qualified Stock Option (right to buy)	\$35.8	10/13/2010		М			2,484	10/24/2009	10/24/2015	FactSet Common Stock	2,484	(1)	62,729	D	
Non- Qualified Stock Option (right to buy)	\$65.67	10/13/2010		J			20,844	(2)	(2)	FactSet Common Stock	20,844	\$65.67	41,885	D	

Explanation of Responses:

1. Column 8 has been intentionally left blank because the transaction was an exercise of a derivative security.

2. This performance-based employee stock option grant was forfeited as the issuer did not achieve certain financial performance criteria during the two-year performance period ending August 31, 2010.

Kieran M. Kennedy

<u>10/18/2010</u> Date

** Signature of Reporting Person

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.