

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934
Date of Report (Date of earliest event reported): October 16, 2024

FactSet Research Systems Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

1-11869
(Commission
File Number)

13-3362547
(I.R.S. Employer
Identification No.)

45 Glover Avenue
Norwalk, Connecticut 06850

(Address of principal executive offices) (Zip code)

Registrant's telephone number, including area code: (203) 810-1000

Former name or former address, if changed since last report: None

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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

Title of each class	Trading Symbols(s)	Name of each exchange on which registered
Common Stock, \$0.01 Par Value	FDS	New York Stock Exchange LLC The Nasdaq Stock Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure

FactSet hereby furnishes the presentation (the "Investor Presentation") that the Company intends to use from time to time on or after October 16, 2024. FactSet may use the Investor Presentation with investors, analysts, lenders, creditors, insurers, vendors, clients, employees and others. The Investor Presentation is furnished herewith as Exhibit 99.1 and also will be made available on the Company's website at factset.com.

The information contained in the Investor Presentation is summary information that should be considered in the context of the Company's filings with the Commission and other public announcements that the Company may make, by press release or otherwise, from time to time. The Investor Presentation is current as of the date of this Current Report on Form 8-K. To the extent that estimates, targets or other forward-looking statements are included in the Investor Presentation, the Company specifically disclaims any duty or obligation to publicly update or revise such information, although it may do so from time to time.

The information in this Current Report on Form 8-K, including Exhibit 99.1, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Exchange, or otherwise subject to the liabilities of that Section, nor shall it be deemed incorporated by reference in any filing under the Securities Act or the Exchange Act, except as shall be expressly set forth by specific reference in such filing. The furnishing of this information hereby shall not be deemed an admission as to the materiality of any such information.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit No.	Description
99.1	Investor Presentation of FactSet Research Systems Inc. dated October 16, 2024
104	Cover page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

FACTSET RESEARCH SYSTEMS INC.
(Registrant)

October 16, 2024

By:
/s/ HELEN L. SHAN
Helen L. Shan
Executive Vice President, Chief Financial Officer
(Principal Financial Officer)

FACTSET

October 16, 2024

FactSet Overview



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Forward-Looking Statements and Non-GAAP Measures

This presentation, and other statements that FactSet may make in connection with this presentation, contains forward-looking statements based on management's current expectations, assumptions, estimates, forecasts and projections as of the date such statements are made about future events and circumstances. All statements that address expectations, guidance, outlook or projections about the future, including statements about our strategy, future financial results, anticipated growth, expected expenditure, product development, market position and trends, are forward-looking statements. Forward-looking statements may be identified by words like "expects," "believes," "anticipates," "plans," "intends," "estimates," "projects," "should," "indicates," "continues," "may," and similar expressions. These statements are not guarantees of future performance and involve numerous risks, uncertainties, and assumptions.

Many factors, including those discussed more fully in FactSet's filings with the Securities and Exchange Commission, particularly our latest annual report on Form 10-K and quarterly reports on Form 10-Q, could cause results to differ materially from those stated. These documents are available on our website at <http://investor.factset.com> and on the SEC's website at <http://www.sec.gov>. FactSet believes our expectations and assumptions are reasonable, but there can be no assurance that the expectations reflected herein will be achieved. Unless legally required, we undertake no obligation to update any forward-looking statements made in this presentation whether because of new information, future events or otherwise.

In addition, this presentation, and oral statements that may be made in connection with this presentation, references non-GAAP financial measures, such as ASV, adjusted operating metrics, adjusted diluted EPS, EBITDA, and free cash flow. Forward-looking non-GAAP financial measures reflect management's current expectations and beliefs, and we are not able to reconcile such non-GAAP measures to reported measures without unreasonable efforts because it is not possible to predict with a reasonable degree of certainty the actual impact or exact timing of items that may impact comparability. Non-GAAP measures should be considered in addition to, not as a substitute for, or superior to, measures of financial performance prepared in accordance with GAAP, as more fully discussed in FactSet's financial statements and filings with the SEC. The use of these non-GAAP measures are limited as they include and/or do not include certain items not included and/or included in the most directly comparable GAAP measure. A reconciliation of non-GAAP financial measures to the most directly comparable GAAP financial measures is provided in the appendix to this presentation.

FACTSET

01 Overview

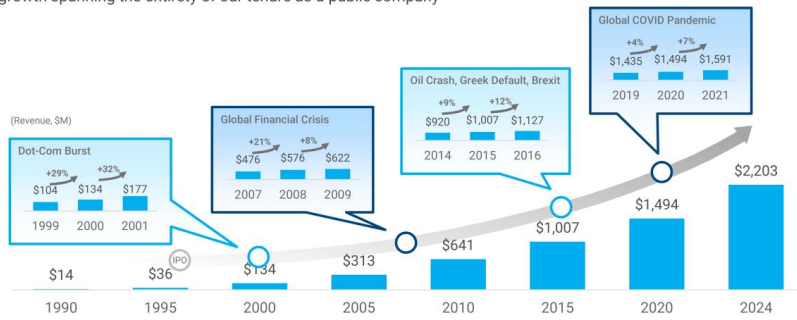
FactSet at a Glance¹



¹ Figures as of FactSet FY2024, August 31, 2024
² LTM Organic ASV + Professional Services based on the last twelve months as of August 31, 2024
³ FY2024 actual as of August 31, 2024

Consistent Revenue Growth, Resilient Through All Market Cycles

Track record of 44 consecutive years of revenue growth and 28 consecutive years of adjusted earnings per share growth spanning the entirety of our tenure as a public company



Figures shown for fiscal years ending August 31

FACTSET

As we grow, our ASV remains sticky and strong



NOTE: Figures as of August 31, 2024.

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Historical LTM Organic ASV Growth



NOTE: Dollar amounts in millions.

FACTSET

02 FactSet Today

FACTSET

We are a global company with a diversified ASV footprint



NOTE: Percentages represent ASV from each region as of August 31, 2024.

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Our clients are at the center
of what we do



NOTE: Percentages represent ASV from each firm type as of August 31, 2024.

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Our Seamlessly Integrated Suite of Best-in-Class Applications

Our flexible technology architecture and unique, high-quality data, coupled with professional services and a consultative approach provides solutions across core workflows



Comprehensive and connected inventory
of client, proprietary and third-party data



CORE	MACRO	EVENT-DRIVEN	UNIQUE	EXPANDING
<ul style="list-style-type: none"> Fundamentals Estimates Equity/Debt Capital Structure Terms & Conditions People Global Exchange Pricing & Reference Data 	<ul style="list-style-type: none"> Benchmarks & Indices Economics ETF & Funds Country & Industry Market Aggregates Ownership/Third Party Funds 	<ul style="list-style-type: none"> Mergers & Acquisitions PE/VC Transactions Events & Transcripts Corporate Activism Street Account News 	<ul style="list-style-type: none"> Geographic Revenue Supply Chain Shipping Transactions Revenue by Industry Classification Company Product Tradenames Global Entity & Security Master 	<ul style="list-style-type: none"> Sustainability / ESG Private Markets Deep Sector Data Management Reverse Content Real Time New Alternative Data Sets

FACTSET

We employ a **build/partner/buy strategy** to fuel growth, solve for more client workflows, and capture more of the addressable market



Note: Total addressable market (TAM) is the total market demand for a product or service. Serviceable addressable market (SAM) is the segment of the TAM targeted by Factor's products and services within our geographic segments.

- BUILD
- PARTNER
- BUY

FACTSET

Recent deals complement our product offerings



Headquarters	Boston, MA	Lakewood, CO	Boston, MA	New York, NY	New York, NY
Founded	2004	2014	2011	1968	2014
Sponsoring Workflow	Institutional Buy-Side	Dealmakers	Dealmakers	Partnerships & CGS	Dealmakers
Strategic Alignment	Portfolio Lifecycle	Deep Sector	Private Markets	Data Management Solutions	Data Management Solutions
Deal Rationale	Address product gap in behavioral analytics to differentiate our PLC offering	Accelerate the Power/Energy sub-strategy of our Deep Sector roadmap	Building block to accelerate entry into private market workflows and path to differentiated data	Enhances symbology, concordance, and reference data management	An innovator in data structuring and collection technology
Transaction Timing	Closed in Q4 FY21 (June 1, 2021)	Closed in Q4 FY21 (July 1, 2021)	Closed in Q1 FY22 (October 12, 2021)	Closed in Q3 FY22 (March 1, 2022)	Closed in Q4 FY23 (July 11, 2023)

FACTSET

03 The Future

FACTSET

We are investing in the future.

DATA EXCELLENCE

End-to-end enterprise solutions
and services provider

Open, flexible, modular

Leader in artificial intelligence

FACTSET

We are elevating our AI capabilities to power our clients' key workflows and deliver unparalleled levels of personalization, discoverability, and productivity.

◀ Mile-Wide Discoverability ▶



▼ Mile-Deep Workflow Automation ▼



▲ Mile-High Innovation Enablement ▲



FACTSET

With FactSet...

...an **Investment Banker** can update a pitchbook with the click of a button.

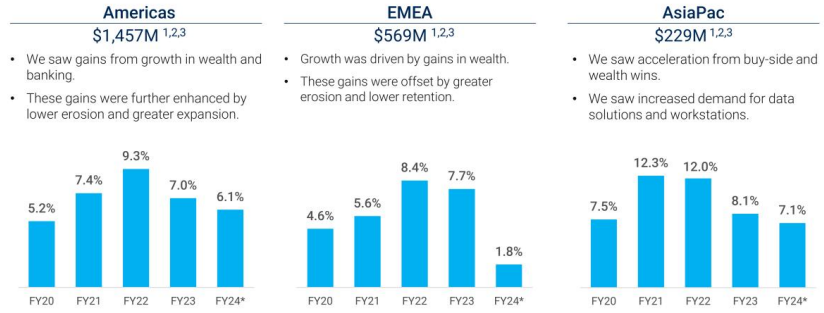
...a **Portfolio Manager** can query their portfolio's performance in natural language.

...a **Wealth Advisor** can automatically create an investment proposal for a prospect.

FACTSET

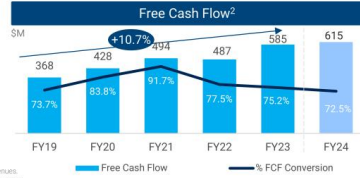
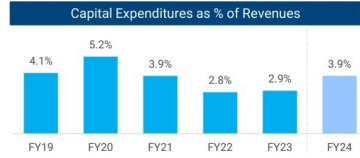
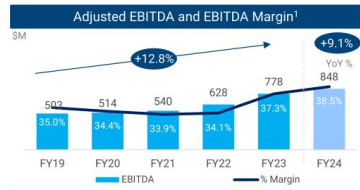
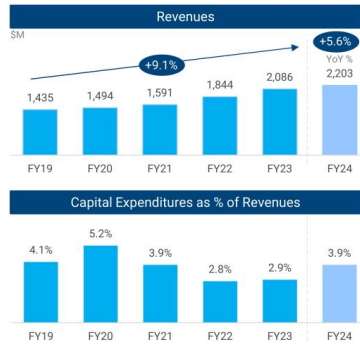
04 Financials | Fiscal 2024

Our long-term strategy to build the leading open content and analytics platform drives growth through changing market cycles



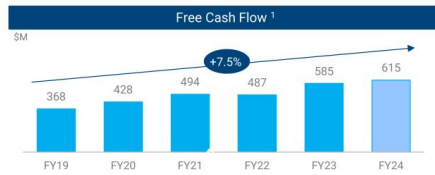
* FY20 to FY24 Organic ASV LTM Growth Rates by Region
¹ FY24 Organic ASV LTM by Region
² Includes OSS as of Q3 FY23
³ Segment ASV does not include professional services fees which totaled \$18.3 million at August 31, 2024

Attractive financial model with demonstrated strong free cash flow conversion



Note: Figures as of FactSet FY24 end August 31, 2024.
 1 See appendix for a reconciliation of EBITDA to GAAP net income. EBITDA margin is defined as EBITDA as a percentage of Revenues.
 2 See appendix for a reconciliation of Free Cash Flow to Cash Flows from Operations. FCF conversion is defined as Free Cash Flow as a percentage of EBITDA.

Returning capital to shareholders



Net Income Payout Ratio ²



Cash Flow Payout Ratio ³



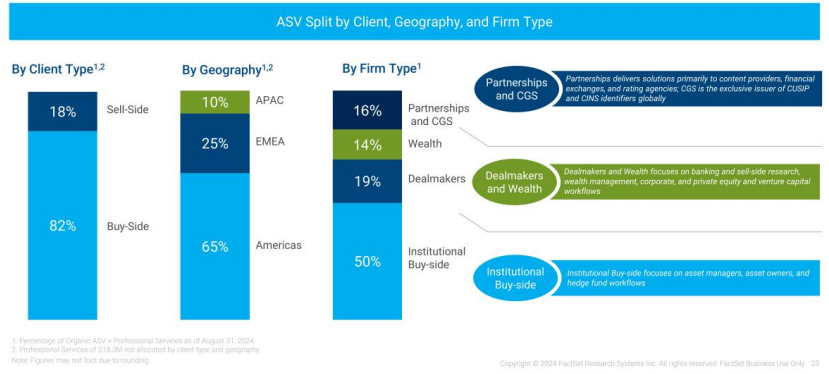
¹ Please see Appendix for free cash flow details.
² Net income payout ratio reflects dividends as a percentage of net income.
³ Cash flow payout ratio reflects dividends as a percentage of free cash flow.
⁴ In FY22 we prioritized debt repayment over share repurchases to reduce our leverage.



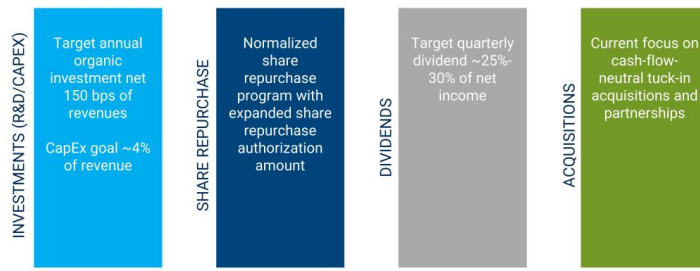
Share Repurchases ⁴



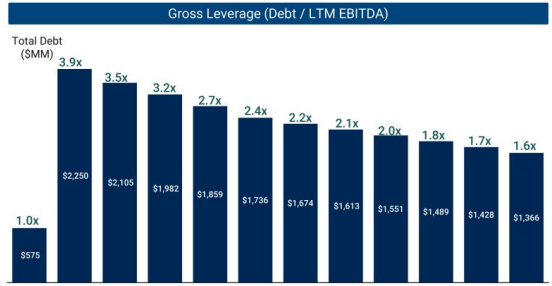
Executing our strategy through workflow solutions that leverage our content refinery



Sustain value creation through disciplined capital allocation



Optimizing capital structure to ensure flexibility

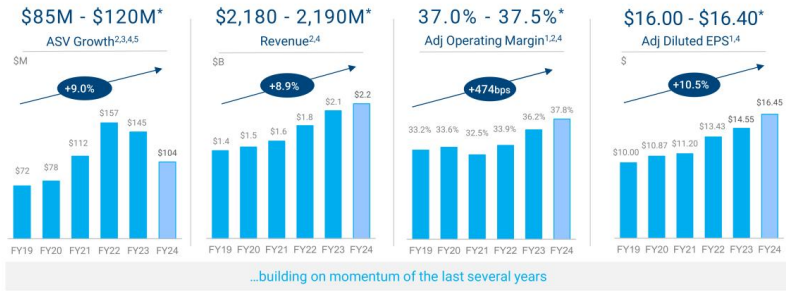


Capital Structure Optimization

- Investment grade ratings from Moody's (Baa3) and Fitch (BBB+)
- Credit agreement with \$500 million revolver (\$250 million drawn) and additional \$750 million accordion feature
- \$1 billion unsecured senior notes issued (5 year \$500 million 2.9% coupon; 10 year \$500 million 3.45% coupon)
- \$1 billion pre-payable three-year term loan - \$125 million outstanding as of August 31, 2024
- Annual interest expense ramping down to ~\$40 - \$45 million as term loan is repaid
- Floating rate exposure hedged with a fixed rate swap

Debt incurred for CDS on March 1, 2022, included \$1.0B of new senior notes, \$1.0B of new term loan, \$250M drawn new revolver, net of repayment of \$575M previous revolver
 † Based on \$575M of drawn revolver as of February 28, 2022, and \$561M of FY22 Q4 LTM Adjusted EBITDA (excludes CDS); see appendix for Adjusted EBITDA reconciliation
 ‡ Based on August 31, 2024, net of repayment of \$875m of the term facility, Q4 Debt of \$1,366m / \$847.5 FY24 Q4 LTM Adj. EBITDA = 1.6x
 * Leverage Ratio is calculated using Net Carrying Value of Debt and Adjusted LTM EBITDA

FY2024 Guidance vs Performance



¹ Please see Appendix for a reconciliation of these non-GAAP metrics to GAAP metrics
² Includes CUSIP Global Services (CGS) as of Q3 FY23
³ Incomplete ASV Growth
⁴ FY19-FY24 actual
⁵ Total Organic ASV Growth
^{*} FY24 Guidance as of June 21, 2024

Committed to margin management while investing in innovation to drive top-line growth

People ~7% cost reduction YoY Q4 Variance ¹	Real Estate ~9% cost reductions YoY Q4 Variance ¹	Technology ~20% expense increase YoY Q4 Variance ¹	Third-Party Data Costs ~15% expense increase YoY Q4 Variance ¹
<ul style="list-style-type: none"> Reduction driven by lower compensation expenses due to earlier cost reduction efforts and lower bonus accrual. 69% in COE locations.¹ 	<ul style="list-style-type: none"> Reduced real estate footprint due to the hybrid operating model. 	<ul style="list-style-type: none"> Investing in generative AI technology to drive next-generation workflow solutions. Technology expense is expected to increase ~20% in FY25. 	<ul style="list-style-type: none"> The cost increase this quarter was due to changes in the timing of variable fees. Third-party data costs are ~5% of revenue.

¹ As of August 31, 2024



Guidance for FY2025

	FISCAL 2025 OUTLOOK <i>As of September 19, 2024</i>
Organic ASV Growth ¹	\$90 - \$140 million (~4% to ~6%)
Revenues	\$2,285 - \$2,305 million
GAAP Operating Margin	32.5% - 33.5%
Adjusted Operating Margin	36.0% - 37.0%
GAAP Effective Tax Rate	17.0% - 18.0%
GAAP Diluted EPS	\$15.10 - \$15.70
Adjusted Diluted EPS	\$16.80 - \$17.40

¹ Organic ASV growth as compared to fiscal 2024. Beginning in fiscal 2025, FactSet will report Organic ASV, rather than Organic ASV plus Professional Services.

The Fiscal 2025 Outlook shown here is a forward-looking statement. Given the risks, uncertainties and assumptions related to FactSet's business and operations, FactSet's actual future results may differ materially from these expectations. Investors should review the Company's cautionary statements and risk factors referred to in this presentation.

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FactSet EBITDA and Adjusted EBITDA reconciliation

(\$ in millions)	FY2019 ¹	FY2020 ¹	FY2021 ¹	FY2022 ¹	FY2023 ¹	FY2024 ¹
Net Income	\$352.8	\$372.9	\$399.6	\$396.9	\$468.1	\$537.1
Interest Expense ²	20.1	13.1	8.2	35.7	66.3	65.8
Income Taxes	69.2	54.2	68.0	46.7	116.8	114.4
Depreciation and Amortization Expense	60.5	57.6	64.5	86.7	105.4	125.2
EBITDA	\$502.6	\$497.8	\$540.3	\$566.0	\$756.7	\$842.5
Non-Recurring Non-Cash Expenses ³	—	16.5	—	62.2	21.0	5.1
Adjusted EBITDA	\$502.6	\$514.3	\$540.3	\$628.2	\$777.6	\$847.5

Note: Columns may not foot due to rounding

¹ Fiscal year ending August 31

² Gross interest expense

³ FY2023 impairment charge to reflect the estimated fair value of an investment in a company, 2022 and 2023 impairment charge related to the exit of certain leased office space

FactSet free cash flow reconciliation

(\$ millions)	FY2019 ¹	FY2020 ¹	FY2021 ¹	FY2022 ¹	FY2023 ¹	FY2024 ¹
Net cash provided by operating activities	\$427.1	\$505.8	\$555.2	\$538.3	\$645.6	\$700.3
Capital Expenditures ²	(59.4)	(77.6)	(61.3)	(51.2)	(60.8)	(85.7)
Free Cash Flow	\$367.8	\$428.2	\$493.9	\$487.1	\$584.8	\$614.6

Note: Columns may not foot due to rounding.
¹ Fiscal year ending August 31.
² Includes property, equipment, leasehold improvements and capitalized internal use software.



Non-GAAP Reconciliations

Business Outlook Operating Margin, Net Income and Diluted EPS

(in millions, except per share data)

Fiscal 2025 (Forward Looking)	Low End of Range	High End of Range
Revenues	\$2,285	\$2,305
Operating Income	\$ 765	\$749
Operating Margin	33.5%	32.5%
Intangible Asset Amortization	80	81
Adjusted Operating Income	\$845	\$830
Adjusted Operating Margin	37.0%	36.0%
Net Income	\$ 598	\$ 577
Intangible Asset Amortization	66	66
Discrete Tax Items	(4)	(3)
Adjusted Net Income	\$660	\$640
Diluted Earnings per Common Share	\$15.70	\$15.10
Intangible Asset Amortization	1.73	1.73
Discrete Tax Items	(0.03)	(0.03)
Adjusted Diluted Earnings per Common Share	\$17.40	\$16.80

The Fiscal 2025 Outlook shown here is a forward-looking statement. Given the risks, uncertainties and assumptions related to FactSet's business and operations, FactSet's actual future results may differ materially from these expectations. Investors should review the Company's cautionary statements and risk factors referred to in this presentation.

Note: Columns may not total due to rounding.

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