

**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): April 2, 2026

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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

Departure of Helen Shan as Chief Financial Officer

On April 8, 2026, FactSet Research Systems Inc. (the “Company”) announced that, effective April 13, 2026, Helen Shan, the Chief Financial Officer of the Company (“CFO”), will transition out of her position as CFO and will become eligible to receive severance benefits upon her termination of employment in accordance with the Company’s Executive Severance Plan and Ms. Shan’s equity letter agreement with the Company (a form of which is attached as Exhibit 10.8 to the Company’s Annual Report on Form 10-K for the year ending August 31, 2025). Ms. Shan is expected to remain employed with the Company for a transitional period, during which she will be eligible to receive a base salary, FY 2026 bonus and employee benefits, but will not be eligible for any new incentive awards or any FY 2027 bonus.

Ms. Shan’s eligibility to receive the severance and transition benefits described above is subject to her execution of a separation agreement, a copy of which is expected to be filed with the Company’s Quarterly Report on Form 10-Q for the quarter ending May 31, 2026.

Appointment of Joshua Warren as Chief Financial Officer

On April 8, 2026, the Company announced that the board of directors of the Company appointed Joshua Warren as its CFO. Mr. Warren will commence employment with the Company on April 13, 2026 (the “Start Date”).

Mr. Warren, age 46, has served as the Chief Financial Officer of Envestnet, Inc. from 2023 to 2025. Previously, he served as the Managing Director and Global Head of Business Strategy for iShares and Index Investments for BlackRock, Inc. (“BlackRock”) from 2021 to 2023, and prior to that, he was the Managing Director in BlackRock’s Corporate Strategy and Development team. Prior to joining BlackRock in 2015, Mr. Warren’s experience included roles at Barclays Capital Inc.; Foros Group; the United States Department of the Treasury; and Skadden, Arps, Slate, Meagher & Flom LLP. Mr. Warren holds a Juris Doctor from the New York University School of Law and a Bachelor of Arts in Philosophy and History from Dartmouth College.

In connection with his appointment, Mr. Warren and the Company entered into an employment agreement, dated April 2, 2026 (the “Employment Agreement”). Pursuant to the Employment Agreement, Mr. Warren will be paid an annual base salary of \$500,000, and he will be eligible to receive an annual target cash bonus equal to 110% of his base salary, with any annual cash bonus for fiscal year 2026 pro-rated from the Start Date. Beginning with fiscal year 2027, Mr. Warren will be eligible to receive an annual equity award with a target grant date value of \$2,250,000. As soon as administratively practicable after the Start Date, Mr. Warren will receive a one-time, new-hire equity grant with a grant date value of \$1,500,000 (the “New Hire Award”), of which (i) \$750,000 will be granted as non-qualified stock options, (ii) \$500,000 will be granted as restricted stock units (“RSUs”), and (iii) \$250,000 in cash. The portion of the New Hire Award that consists of stock options and RSUs will vest 50% on each of the third and fourth anniversaries of the grant date, subject to continued service. The portion of the New Hire Award that consists of cash will be paid within 30 days of the Start Date, and will be repayable in full by Mr. Warren on a gross basis if he resigns or if his employment is terminated by the Company for Cause (as defined in the Executive Severance Plan), in each case, prior to the first anniversary of the Start Date.

The Employment Agreement provides that Mr. Warren will be entitled to participate in the Company’s Executive Severance Plan and, promptly after the Start Date, will receive and become a party to an equity letter agreement substantially in the form attached as Exhibit 10.8 to the Company’s Annual Report on Form 10-K for the year ending August 31, 2025.

The foregoing summary of the Employment Agreement does not purport to be complete and is subject to, and qualified in its entirety by reference to the full text of the Employment Agreement, a copy of which will be filed with the Company's Quarterly Report on Form 10-Q for the quarter ending May 31, 2026, and the terms of which are incorporated herein by reference.

There are no family relationships, as defined in Item 401 of Regulation S-K, between Mr. Warren and any of the Company's executive officers, directors or persons nominated or chosen to become a director or executive officer. Mr. Warren has not engaged in any transaction with the Company during the last fiscal year, and does not propose to engage in any transaction, that would be reportable under Item 404(a) of Regulation S-K.

A copy of the press release announcing Ms. Shan's transition and Mr. Warren's appointment is included as an exhibit to this report.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit No.	Description
99.1	Press Release
104	Cover page Interactive Data File (formatted as Inline XBRL)

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)

April 8, 2026

By: /s/ Christopher McLoughlin
Christopher McLoughlin
Chief Legal Officer and Corporate Secretary

FactSet Announces Chief Financial Officer Transition

NORWALK, Conn., April 8, 2026 -- FactSet (NYSE:FDS | NASDAQ:FDS), a global financial digital platform and enterprise solutions provider, today announced that Joshua B. Warren has been appointed Chief Financial Officer, effective April 13, 2026. He will succeed Helen Shan, who is transitioning from her position.

Josh Warren is a seasoned financial and strategic leader with deep experience across asset management, financial technology and capital markets. Warren most recently served as Chief Financial Officer of Envestnet, where he led a comprehensive transformation of the company's finance and operating functions, strengthened performance management and investor engagement, delivering significant shareholder value. Previously, he served as Global Head of Business Strategy for iShares and Index Investments at BlackRock, and prior to that, he was the Managing Director in BlackRock's Corporate Strategy and Development team. Warren also held roles at Barclays Capital; Fors Group; the United States Department of the Treasury; and Skadden, Arps, Slate, Meagher & Flom LLP. Warren holds a J.D. from the New York University School of Law and a B.A. from Dartmouth College.

"We are excited to welcome Josh as FactSet's next CFO," said Sanoke Viswanathan, Chief Executive Officer of FactSet. "Josh brings a rare combination of strategic perspective, financial discipline, and operational execution. He has a proven ability to lead through complexity, accelerate performance, and drive meaningful value creation. His experience across asset management and financial technology, along with his track record of delivering results, makes him exceptionally well positioned to help us execute our strategy and deliver for our clients and shareholders."

"As FactSet and its clients embark on a new chapter at the intersection of data, technology, and AI, the fundamentals are already strong. The company has spent years building trusted data and relationships, and I am excited to work with the team to build on that foundation to accelerate growth and drive results for all our stakeholders," said Warren.

Viswanathan continued, "On behalf of our entire team, I want to thank Helen for her partnership and significant contributions to FactSet. Over the past several months, Helen has played an important role in ensuring continuity and supporting a smooth transition following my joining the company. She has been an integral member of our executive team, helping position FactSet as an industry leader. As CFO, she advanced the company's financial processes and infrastructure, including disciplined value-based pricing and the transformation of financial systems, and we are well placed to build on that progress as we move forward."

"It has been a privilege to have served as both Chief Financial Officer and Chief Revenue Officer at FactSet. I am proud of what we have accomplished and have full confidence in the team. I look forward to enabling a smooth transition to Josh", said Helen Shan.

Shan's departure is not the result of any disagreement with the company regarding its accounting practices, financial statements or financial condition, or any of the company's related disclosures.

About FactSet

FactSet (NYSE:FDS | NASDAQ:FDS) supercharges financial intelligence, offering enterprise data and information solutions that power our clients to maximize their potential. Our cutting-edge digital platform seamlessly integrates proprietary financial data, client datasets, third-party sources, and flexible technology to deliver tailored solutions across the buy-side, sell-side, wealth management, private equity, and corporate sectors. With over 47 years of expertise, offices in 19 countries, and extensive multi-asset class coverage, we leverage advanced data connectivity alongside AI and next-generation tools to streamline workflows, drive productivity, and enable smarter, faster decision-making. Serving more than 9,000 global clients and over 240,000 individual users, FactSet is a member of the S&P 500 dedicated to innovation and long-term client success. Learn more at www.factset.com and follow us on X and LinkedIn.

Forward-Looking Statements

This press release contains forward-looking statements based on management's current expectations, estimates, forecasts and projections about future events, trends, contingencies, and circumstances, industries in which FactSet operates and the beliefs and assumptions of management. All statements that address expectations, guidance, outlook or projections about the future, including statements about the Company's strategy, product development, revenues, future financial results, anticipated growth, market position, subscriptions, expected expenditures or investments, trends in FactSet's business and financial results, are forward-looking statements. Forward-looking statements may be identified by words like "may," "might," "will," "should," "expects," "plans," "anticipates," "believes," "estimates," "intends," "projects," "indicates," "predicts," "potential," or "continue," the negative of those terms, and similar expressions. Forward-looking statements are not guarantees of future performance, outcomes, events, or actions and involve a number of known and unknown risks, uncertainties, and assumptions. Many factors, including those discussed more fully elsewhere in this release and in FactSet's filings with the Securities and Exchange Commission, particularly its latest annual report on Form 10-K, including Item 1A, Risk Factors, and quarterly reports on Form 10-Q, as well as others, could cause results, performance, achievements, or activities to differ materially from those expressed or implied by the forward-looking statements. Accordingly, the Company cautions readers not to place undue reliance on any forward-looking statements, which speak only as of the date they are made. FactSet assumes no duty to and does not undertake to update or revise any forward-looking statement to reflect events or circumstances arising after the date on which it is made, except as required by applicable law. Future results could differ materially from historical performance.

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