FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPI | OMB APPROVAL | | | | | | | | | |
|--------------------------|--------------|--|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-028 | | | | | | | | | |
| Estimated average burden | | | | | | | | | | |

0.5

hours per response:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| | | | | | | | 30(h) of the | | | | | | | - | | | |
|--|--|----------|---|----------|---|--|---|--|-----------------------------------|---|---|---|---|---------------------------------------|---|-----------------------|---|
| 1. Name and Address of Reporting Person* HADLEY PHILIP A | | | | | | 2. Issuer Name and Ticker or Trading Symbol FACTSET RESEARCH SYSTEMS INC [| | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
| HADLET PHILIP A | | | | | FD | FDS] | | | | | | · | X Directo | | | % Owi | |
| (Last) (First) (Middle) 601 MERRITT 7 | | | | | | | | | | | | | | Officer (give title below) | | Other (specify below) | |
| | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 12/21/2007 | | | | | | | CEO & Chairman | | | | |
| (Street) | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| NORWALK CT | | | | | | | | | | | | X Form filed by One Reporting Person | | | 1 | | |
| (City) (State) (Zip) | | | | | | | | | | | | | Form f | | e than One F | Report | ting |
| | | Tab | le I - N | on-Deriv | ative | Sec | urities Ac | quirec | l, Di | sposed c | of, or Be | neficia | lly Owned | t | | | |
| Dat | | | | | Date (Month/Day/Year) | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Transaction Disposed Code (Instr. | | ies Acquired (A) or Of (D) (Instr. 3, 4 ar | | Benefic | ies cially Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | ct B | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | | | | Code | v | Amount | (A) or (D) | Price | Transac | ransaction(s) nstr. 3 and 4) | | | 11311. 4) |
| FactSet Common Stock 12/21/20 | | | | | | | | M | | 7,500 | A | \$14.96 | 979,187 | | D | | |
| | | T | able II | | | | rities Acq , warrants | , | | | • | | / Owned | | | | |
| 1. Title of Derivative Security (Instr. 3) 2. Conversion of Exercise Price of Derivative Security Conversion of Exercise (Month/Day/Year) Security 3. Transaction Date Executio if any (Month/Day/Year) Security Security | | on Date, | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 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 derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4) | Owner Form: Direct or Indi (I) (Ins | (D) rect | Beneficial Ownership (Instr. 4) | | | |
| | | | I | | | 1 | | I | - 1 | | I | Amount | I | I | - 1 | - 1 | 1 |

Date

Exercisable

10/07/2003

Explanation of Responses:

\$14.9667

FactSet

Common

Philip A. Hadley

Title

FactSet

Commor Stock

Expiration Date

10/07/2012

12/21/2007

D

448,221

** Signature of Reporting Person Date

or Number

of Shares

7,500

\$57.57

 $Reminder: Report \ on \ a \ separate \ line \ for \ each \ class \ of \ securities \ beneficially \ owned \ directly \ or \ indirectly.$

12/21/2007

v

(A) (D)

Code

M

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.

7,500

^{*} 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).