SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] Stern Rachel Rebecca			2. Date of Event Requiring Stater Month/Day/Yea 10/10/2013	ment	3. Issuer Name and Ticker or Trading Symbol <u>FACTSET RESEARCH SYSTEMS INC</u> [FDS]					
(Last) (First) (Middle) 601 MERRITT 7		10/10/2010		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner V Officer (give title		er (Moi	 If Amendment, Date of Original Filed (Month/Day/Year) Individual or Joint/Group Filing (Check 			
				below)	below)	Арр	Applicable Line)			
(Street) NORWALK CT 06851					Senior Vice Pres	ident	X	-	y One Reporting Person	
								Form filed by More than One Reporting Person		
(City)	(State)	(Zip)								
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownersh Form: Direc or Indirect ((Instr. 5)	ct (D) (Instr. 5)		Beneficial Ownership	
FactSet Common Stock					1,203 ⁽³⁾	D				
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable an Expiration Date (Month/Day/Year)		d 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4		4. Conversion or Exercise	Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiratio Date	n Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Non-Qualified	Stock Option	(right to buy)	04/20/2006 ⁽¹⁾	04/20/201	5 FactSet Common Stock	875	29	D		
Non-Qualified Stock Option (right to buy)			08/14/2008 ⁽¹⁾	08/14/201	4 FactSet Common Stock	1,546	59.36	D		
Non-Qualified Stock Option (right to buy)			08/14/2009 ⁽¹⁾	08/14/201	5 FactSet Common Stock	3,527	65.67	D		
Non-Qualified Stock Option (right to buy)		10/24/2009 ⁽¹⁾	10/24/201	5 FactSet Common Stock	1,720	35.8	D			
Non-Qualified Stock Option (right to buy)			10/23/2010 ⁽¹⁾	10/23/201	6 FactSet Common Stock	4,583	66.46	D		
Non-Qualified Stock Option (right to buy)			11/01/2012 ⁽¹⁾	11/01/202	1 FactSet Common Stock	2,680	94.84	D		
Non-Qualified Stock Option (right to buy)			11/01/2013 ⁽¹⁾	11/01/202	2 FactSet Common Stock	3,761	92.22	D		

Explanation of Responses:

1. Twenty percent of this option grant is exercisable one year after the grant date, with the remainder vesting at a rate of 1.67% per month thereafter.

2. These options shall become exercisable based on the achievement by the issuer of certain financial performance criteria. Options that do not vest at the end of a two-year performance period will be forfeited. Options that become exercisable vest 40% after the two-year performance period with the remainder vesting at 1.67% per month thereafter.

3. Represents restricted stock awards which vest over 5 years at a rate of 60% after 3 years and the remaining 40% after 5 years, subject to continued employment.

/s/ Rachel R. Stern

** Signature of Reporting Person Date

10/10/2013

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 5 (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.