

FACTSET RESEARCH SYSTEMS INC
Form 3
June 24, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>McNulty Matthew J</p> <p>(Last) (First) (Middle)</p> <p>601 MERRITT 7</p> <p>(Street)</p> <p>NORWALK, CT 06851</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>06/24/2015</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>FACTSET RESEARCH SYSTEMS INC [FDS]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Vice President, Controller</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
FactSet Common Stock	865	D	^
FactSet Common Stock	25 ⁽¹⁾	D	^
FactSet Common Stock	1,219 ⁽²⁾	D	^

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Non-Qualified Stock Option (right to buy)	10/23/2011	10/23/2016	FactSet Common Stock	4,633	\$ 66.46	D	Â
Non-Qualified Stock Option (right to buy)	11/01/2012 ⁽³⁾	11/01/2021	FactSet Common Stock	2,049	\$ 94.84	D	Â
Non-Qualified Stock Option (right to buy)	11/01/2013 ⁽³⁾	11/01/2022	FactSet Common Stock	3,084	\$ 92.22	D	Â
Non-Qualified Stock Option (right to buy)	11/01/2014 ⁽⁴⁾	11/01/2022	FactSet Common Stock	1,011	\$ 92.22	D	Â
Non-Qualified Stock Option (right to buy)	02/03/2017 ⁽⁵⁾	02/03/2024	FactSet Common Stock	2,147	\$ 102.01	D	Â
Non-Qualified Stock Option (right to buy)	11/03/2017 ⁽⁵⁾	11/03/2024	FactSet Common Stock	2,655	\$ 131.31	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McNulty Matthew J 601 MERRITT 7 NORWALK, CT 06851	Â	Â	Â	Vice President, Controller

Signatures

/s/ Matthew J. McNulty
06/24/2015

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Represents shares acquired through the FactSet Research Systems Inc. Employee Stock Purchase Plan.
- (2) 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.
- (3)

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

These options shall become exercisable based on the achievement by the issuer of certain financial performance criteria. Options that do

- (4) 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.
- (5) Represents options which vest over 5 years at a rate of 60% after 3 years and the remaining 40% after 5 years, subject to continued employment.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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