

DICHRESTINA MICHAEL F

Form 4

September 28, 2010

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
DICHRESTINA MICHAEL F

2. Issuer Name **and** Ticker or Trading
Symbol
FACTSET RESEARCH SYSTEMS
INC [FDS]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

601 MERRITT 7

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/24/2010

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

NORWALK, CT

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5) (A) or (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
FactSet Common Stock	09/24/2010		M	19,784 A \$ 29	30,763	D	
FactSet Common Stock	09/24/2010		M	15,487 A \$ 43.39	46,250	D	
FactSet Common Stock	09/24/2010		M	14,005 A \$ 43.39	60,255	D	
FactSet Common	09/24/2010		M	11,023 A \$ 59.36	71,278	D	

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Stock

FactSet Common Stock	09/24/2010	M	8,144	A	\$ 65.67	79,422	D
FactSet Common Stock	09/24/2010	M	3,653	A	\$ 35.8	83,075	D
FactSet Common Stock	09/24/2010	S	33,338	D	\$ 80.41	49,737	D
FactSet Common Stock	09/27/2010	S	38,758	D	\$ 81	10,979	D

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

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SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of S
Non-Qualified Stock Option (right to buy)	\$ 29	09/24/2010		M	19,784	04/20/2006 04/20/2015	FactSet Common Stock 19
Non-Qualified Stock Option (right to buy)	\$ 43.39	09/24/2010		M	15,487	08/14/2007 08/14/2013	FactSet Common Stock 15
Non-Qualified Stock Option (right to buy)	\$ 43.39	09/24/2010		M	14,005	08/14/2008 08/14/2013	FactSet Common Stock 14
Non-Qualified Stock Option (right to buy)	\$ 59.36	09/24/2010		M	11,023	08/14/2008 08/14/2014	FactSet Common Stock 11

Non-Qualified Stock Option (right to buy)	\$ 65.67	09/24/2010	M	8,144	08/14/2009	08/14/2015	FactSet Common Stock	8,
Non-Qualified Stock Option (right to buy)	\$ 35.8	09/24/2010	M	3,653	10/24/2009	10/24/2015	FactSet Common Stock	3,
Non-Qualified Stock Option (right to buy)	\$ 65.67	09/24/2010	J	30,628	<u>(2)</u>	<u>(2)</u>	FactSet Common Stock	30

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DICHRISTINA MICHAEL F 601 MERRITT 7 NORWALK, CT	X			

Signatures

Michael F.
DiChristinia 09/28/2010

 Signature of Reporting Date
Person

Explanation of Responses:

* 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).

(1) Column 8 has been intentionally left blank because the transaction was an exercise of a derivative security.

(2) This performance-based employee stock option grant was forfeited as the issuer did not achieve certain financial performance criteria during the two-year performance period ending August 31, 2010.

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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