

DICHRESTINA MICHAEL F

Form 4

September 29, 2009

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(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)

NORWALK, CT

(City)

(State)

(Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
09/25/2009

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

President & COO

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

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 (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price		
FactSet Common Stock	09/25/2009		M		4,380	A	\$ 22.83	105,359	D
FactSet Common Stock	09/25/2009		M		13,120	A	\$ 22.83	118,479	D
FactSet Common Stock	09/25/2009		M		11,967	A	\$ 17.57	130,446	D
FactSet Common	09/25/2009		M		1,812	A	\$ 17.57	132,258	D

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Stock

FactSet Common Stock	09/25/2009	M	5,812	A	\$ 14.97	138,070	D
FactSet Common Stock	09/25/2009	M	12,693	A	\$ 14.97	150,763	D
FactSet Common Stock	09/25/2009	M	60,000	A	\$ 24.49	210,763	D
FactSet Common Stock	09/25/2009	M	15,216	A	\$ 29	225,979	D
FactSet Common Stock	09/25/2009	S	125,000	D	\$ 65.95	100,979	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 Shares
Incentive Stock Option (right to buy)	\$ 22.83	09/25/2009		M		4,380		11/13/2001	11/13/2010	FactSet Common Stock	4,380
Non-Qualified Stock Option (right to buy)	\$ 22.83	09/25/2009		M		13,120		11/13/2001	11/13/2010	FactSet Common Stock	13,120
Incentive Stock Option (right to buy)	\$ 17.57	09/25/2009		M		11,967		10/23/2002	10/23/2011	FactSet Common Stock	11,967

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Non-Qualified Stock Option (right to buy)	\$ 17.57	09/25/2009	M	1,812	10/23/2002	10/23/2011	FactSet Common Stock	1,
Incentive Stock Option (right to buy)	\$ 14.97	09/25/2009	M	5,812	10/07/2003	10/07/2012	FactSet Common Stock	5,
Non-Qualified Stock Option (right to buy)	\$ 14.97	09/25/2009	M	12,693	10/07/2003	10/07/2012	FactSet Common Stock	12,
Non-Qualified Stock Option (right to buy)	\$ 24.49	09/25/2009	M	60,000	01/22/2005	01/22/2014	FactSet Common Stock	60,
Non-Qualified Stock Option (right to buy)	\$ 29	09/25/2009	M	15,216	04/20/2006	04/20/2015	FactSet Common Stock	15,
Non-Qualified Stock Option (right to buy)	\$ 59.36	09/29/2009	J	27,426	<u>(2)</u>	<u>(2)</u>	FactSet Common Stock	27,

Reporting Owners

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

Signatures

Michael F.
DiChristinia 09/29/2009

__Signature of Reporting Person Date

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, 2009.

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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