

FACTSET RESEARCH SYSTEMS INC

Form 5

September 18, 2015

**FORM 5****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).

Form 3 Holdings  
Reported  
Form 4  
Transactions  
Reported

**ANNUAL 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: 3235-0362  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 1.0

1. Name and Address of Reporting Person \*  
Walsh Peter G

(Last) (First) (Middle)

601 MERRITT 7

(Street)

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

3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
08/31/2015

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Executive Vice President

6. Individual or Joint/Group Reporting

(check applicable line)

NORWALK, CT 06851

(City) (State) (Zip)

\_\_X\_\_ 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) (A) or Amount (D) Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (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	Â	Â	Â	Â Â Â Â Â	21,188 <sup>(1)</sup>	D	Â

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

**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.**

SEC 2270  
(9-02)

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

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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 of Underlying Security (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 63.09	Â	Â	Â	Â Â	08/31/2015 02/09/2017	FactSet Common Stock
Non-Qualified Stock Option (right to buy)	\$ 94.84	Â	Â	Â	Â Â	11/01/2012 <sup>(3)</sup> 11/01/2021	FactSet Common Stock
Non-Qualified Stock Option (right to buy)	\$ 92.22	Â	Â	Â	Â Â	11/01/2013 <sup>(4)</sup> 11/01/2022	FactSet Common Stock
Non-Qualified Stock Option (right to buy)	\$ 92.22	Â	Â	Â	Â Â	11/01/2014 <sup>(5)</sup> 11/01/2022	FactSet Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Walsh Peter G 601 MERRITT 7 NORWALK,Â CTÂ 06851	Â	Â	Â	Executive Vice President

## Signatures

/s/ Peter G. Walsh 09/18/2015

\*\*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) Represents 19,800 privately-held shares of FactSet common stock, 1,331 shares of unvested restricted stock awards and 57 shares held in the FactSet Employee Stock Purchase Plan.
- (2) Represents previously granted stock option awards, which remain outstanding as of September 16, 2015.

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- (3) 20% of these options became exercisable one year after grant date, with all options being exercisable as of September 16, 2015.
- (4) 20% of these options became exercisable one year after grant date. As of September 16, 2015, 9,204 are exercisable.
- (5) 40% of these options became exercisable two years after grant date. As of September 16, 2015, 2,943 are exercisable.

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### Remarks:

OnÂ MarchÂ 16,Â 2015,Â PeterÂ WalshÂ steppedÂ downÂ fromÂ hisÂ positionÂ asÂ ChiefÂ OperatingÂ OfficerÂ andÂ

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

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