

BROWN ROGER H
 Form 3
 January 24, 2013

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

OMB APPROVAL

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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>Â BROWN ROGER H</p> <p>(Last) (First) (Middle)</p> <p>C/O BRIGHT HORIZONS FAMILY SOLUTIONS INC,Â 200 TALCOTT AVENUE SOUTH</p> <p>(Street)</p> <p>WATERTOWN,Â MAÂ 02472</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/24/2013</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>BRIGHT HORIZONS FAMILY SOLUTIONS INC. [BFAM]</p> <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</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 <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)
Common Stock	34,712	I	By Roger H. Brown Trust
Common Stock	177,103	I	By Linda A. Mason Trust

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

SEC 1473 (7-02)

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

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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 (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Option to Purchase Common Stock	05/28/2008	02/19/2014	Common Stock	71,165	\$ 2.56	D	Â
Option to Purchase Common Stock	05/28/2008	02/19/2014	Common Stock	9,235	\$ 4.93	D	Â
Option to Purchase Common Stock	Â <u>(1)</u>	09/02/2018	Common Stock	8,622	\$ 14.54	D	Â
Option to Purchase Common Stock	Â <u>(1)</u>	09/02/2018	Common Stock	1,119	\$ 12	D	Â
Option to Purchase Common Stock	05/28/2008	02/19/2014	Common Stock	7,320	\$ 2.56	I	By Spouse
Option to Purchase Common Stock	05/28/2008	02/19/2014	Common Stock	950	\$ 4.93	I	By Spouse
Option to Purchase Common Stock	Â <u>(2)</u>	09/02/2018	Common Stock	28,684	\$ 14.54	I	By Spouse
Option to Purchase Common Stock	Â <u>(2)</u>	09/02/2018	Common Stock	3,722	\$ 12	I	By Spouse
Option to Purchase Common Stock	04/04/2012	04/04/2022	Common Stock	4,540	\$ 14.54	I	By Spouse
Option to Purchase Common Stock	04/04/2012	04/04/2022	Common Stock	589	\$ 12	I	By Spouse

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BROWN ROGER H C/O BRIGHT HORIZONS FAMILY SOLUTIONS INC 200 TALCOTT AVENUE SOUTH WATERTOWN, MA 02472	Â X	Â	Â	Â

Signatures

/s/ John Casagrande, attorney-in-fact for Roger Brown, Jr. 01/24/2013

 **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) The option to purchase 8,622 shares of common stock is vested as to 6,898 shares and the option to purchase 1,119 shares of common stock is vested as to 895 shares. The remaining portion of each option award is eligible to vest and become exercisable on May 28, 2013.
The option to purchase 28,684 shares of common stock is vested as to 22,947 shares and the option to purchase 3,722 shares of common stock is vested as to 2,977 shares. The remaining portion of each option award is eligible to vest and become exercisable on May 28, 2013.

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Remarks:

ExhibitÂ List

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.