

FACTSET RESEARCH SYSTEMS INC

Form 5

July 22, 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 *
FRANKENFIELD MICHAEL D

(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)
Vice Chairman

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	07/21/2015	Â	A	0 A \$ 0 14,677 (1)	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)**

Edgar Filing: FACTSET RESEARCH SYSTEMS INC - Form 5

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)	\$ 66.46	01/21/2015	Â	A	0 Â	10/23/2010 ⁽³⁾ 10/23/2016	FactSet Common Stock
Non-Qualified Stock Option (right to buy)	\$ 63.09	01/21/2015	Â	A	0 Â	02/09/2016 ⁽⁴⁾ 02/09/2017	FactSet Common Stock
Non-Qualified Stock Option (right to buy)	\$ 94.84	01/21/2015	Â	A	0 Â	11/01/2012 ⁽³⁾ 11/01/2021	FactSet Common Stock
Non-Qualified Stock Option (right to buy)	\$ 92.22	01/21/2015	Â	A	0 Â	11/01/2013 ⁽³⁾ 11/01/2022	FactSet Common Stock
Non-Qualified Stock Option (right to buy)	\$ 92.22	01/21/2015	Â	A	0 Â	11/01/2014 ⁽⁵⁾ 11/01/2022	FactSet Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FRANKENFIELD MICHAEL D 601 MERRITT 7 NORWALK,Â CTÂ 06851	Â	Â	Â	Vice Chairman

Signatures

/s/ Michael D. Frankenfield 07/21/2015

__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).

Edgar Filing: FACTSET RESEARCH SYSTEMS INC - Form 5

- (1) Represents previously granted restricted stock awards, which remain outstanding as of July 21, 2015.
- (2) Represents previously granted stock option awards, which remain outstanding as of July 21, 2015.
- (3) 20% of these option grants became exercisable one year after grant date, with the remainder continuing to vest at 1.67% per month thereafter.
- (4) The remaining options granted on February 9, 2010 cliff vest 100% after six years of service.
- (5) 40% of these options became exercisable two years after grant date, with the remainder continuing to vest at 1.67% per month thereafter.

Â

Remarks:

OnÂ JanuaryÂ 21,Â 2015,Â MichaelÂ FrankenfieldÂ steppedÂ downÂ fromÂ hisÂ positionÂ asÂ ExecutiveÂ ViceÂ President

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.