

FACTSET RESEARCH SYSTEMS INC

Form 4

January 15, 2014

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SNYDER CHARLES J

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)

3. Date of Earliest Transaction (Month/Day/Year)
01/14/2014

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

601 MERRITT 7

(Street)

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 06851

(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 (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	Price	
FactSet Common Stock	01/14/2014		J ⁽¹⁾		272,000	A 107.09 <u>(5)</u>	2,007,848 ⁽⁴⁾ D
FactSet Common Stock	01/14/2014		J ⁽²⁾		179,400	A 107.09 <u>(5)</u>	2,007,848 ⁽⁴⁾ D
FactSet Common Stock	01/14/2014		J ⁽³⁾		402,834	A 107.09 <u>(5)</u>	2,007,848 ⁽⁴⁾ D

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

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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 of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SNYDER CHARLES J 601 MERRITT 7 NORWALK, CT 06851		X		

Signatures

/s/ Charles J. Snyder 01/15/2014

**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) Mr. Snyder transferred 272,000 shares of FactSet Common Stock from The Charles J. Snyder 2012 Grantor Retained Annuity Trust, of which Mr. Snyder is the sole trustee, to himself.
 - (2) Mr. Snyder transferred 179,400 shares of FactSet Common Stock from The Charles J. Snyder 2013 Grantor Retained Annuity Trust, of which Mr. Snyder is the sole trustee, to himself.
 - (3) Mr. Snyder transferred 402,834 shares of FactSet Common Stock to The Charles J. Snyder 2014 Grantor Retained Annuity Trust, of which Mr. Snyder is the sole trustee. He will have complete authority in connection with the shares held by the trust.
- Note that 878,052 of Mr. Snyder's shares are held directly and that an additional 1,129,796 shares are held indirectly as follows: 436,962
- (4) shares held in the name of his wife Susan, 290,000 shares in the 2013 Grantor Retained Annuity Trust and 402,834 shares in the 2014 Grantor Retained Annuity Trust.

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(5) Based upon the average of the high and low price of FactSet Common Stock on January 14, 2014.

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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