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FACTSET RESEARCH SYSTEMS INC

Form 4

January 13, 2012

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

Estimated average burden hours per response...

See Instruction

1(b).

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

5. Relationship of Reporting Person(s) to

Issuer

FACTSET RESEARCH SYSTEMS INC [FDS]

(Check all applicable)

(Middle) (Last) (First)

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

_X__ Director 10% Owner Other (specify Officer (give title

601 MERRITT 7 01/11/2012

(Zip)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

(Street)

(City)

NORWALK, CT 06851

(City)	(State)	(Z1p)	Table I - Non-	Derivative Securities Acquired	d, Disposed of,	or Beneficiall	y Owned
Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired (A) 5	. Amount of	6.	7. Nature of

1.11the of	2. Transaction Date	ZA. Deemed	3.	4. Securitie	s Acqi	uirea (A)	5. Amount of	0.	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	actiomr Disposed of (D)			Securities	Ownership	Indirect
(Instr. 3)		any	Code	(Instr. 3, 4 and 5)			Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Direct (D)	Ownership
		(· · · · · · · · · · · · · · · · · · ·	(Following	or Indirect	(Instr. 4)
							Reported	(I)	(======================================
					(A)		Transaction(s)	(Instr. 4)	
					or		` '	(IIISU. 4)	
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
FactSet									
	044440040		* (1)	• • • • • • •		\$	2 467 440 (5)	_	
Common	01/11/2012		$J_{\underline{(1)}}$	266,000	Α	87.66	2,467,110 (5)	D	
Stock						67.00			
FactSet						ф			
Common	01/11/2012		J(2)	239 000	Δ	\$	2,467,110 (5)	D	
	01/11/2012		3 <u>~</u>	237,000	Λ.	87.66	2,407,110	D	
Stock									
F +C +									
FactSet						\$			
Common	01/12/2012		J(3)	135,602	D	\$ 88.32	2,467,110 <u>(5)</u>	D	
Stock			_	Ź		88.32	· · · —		
Stock									
FactSet	01/12/2012		J(4)	505,000	D	\$	2,467,110 (5)	D	
	01/12/2012		<u>, </u>	303,000	ט		2,407,110	D	
Common						88.32			

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Stock

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

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SEC 1474

(9-02)

9. Nu Deriv

Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	iorNumber	Expiration D	ate	Amou	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ities	(Instr. 5)
	Derivative				Securities	S		(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration		or	
						Exercisable Date	Title	Title Number		
							Dute		of	
				Code V	(A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
SNYDER CHARLES J 601 MERRITT 7 NORWALK, CT 06851	X						
0!							

Signatures

Reporting Person

/s/ Charles J.
Snyder

**Signature of 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 266,000 shares of FactSet Common Stock from The Charles J. Snyder 2010 Grantor Retained Annuity Trust, of which Mr. Snyder is the sole trustee, to himself.
- (2) Mr. Snyder transferred 239,000 shares of FactSet Common Stock from The Charles J. Snyder 2011 Grantor Retained Annuity Trust, of which Mr. Snyder is the sole trustee, to himself.

(3)

Reporting Owners 2

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Mr. Snyder transferred 135,602 shares of FactSet Common Stock from The Charles J. Snyder 2010 Grantor Retained Annuity Trust to The Charles J. Snyder 2008 Family Trust, of which Susan J. Snyder is the sole trustee. He will maintain indirect beneficial ownership of the shares held by Family trust.

- (4) Mr. Snyder transferred 505,000 shares of FactSet Common Stock to The Charles J. Snyder 2012 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 1,467,110 of Mr. Snyder's shares are held directly and that an additional 1,000,000 shares are held indirectly as follows: (5) 258,600 shares held in The Charles J. Snyder 2008 Family Trust, 236,400 shares in the 2011 Grantor Retained Annuity Trust and the remaining 505,000 shares in 2012 Grantor Retained Annuity Trust.

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.