

FACTSET RESEARCH SYSTEMS INC

Form 4

October 08, 2004

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
FRANKENFIELD MICHAEL D

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)
10/06/2004

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior Vice President

FACTSET RESEARCH SYSTEMS INC, 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)
				(A) or (D)	Price		
				Code	V	Amount	
FactSet Common Stock	10/06/2004		S	20,600	D	\$ 50.3	87,263 D
FactSet Common Stock	10/06/2004		S	1,900	D	\$ 50.32	85,363 D
FactSet Common Stock	10/06/2004		S	500	D	\$ 50.33	84,863 D
FactSet Common Stock	10/06/2004		S	600	D	\$	84,263 D

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Common Stock						50.34		
FactSet Common Stock	10/06/2004	S	1,900	D	\$ 50.35	82,363		D
FactSet Common Stock	10/06/2004	S	500	D	\$ 50.4	81,863		D
FactSet Common Stock	10/07/2004	M	11,362	A	\$ 19.41	93,225		D
FactSet Common Stock	10/07/2004	M	11,663	A	\$ 26.35	104,888		D
FactSet Common Stock	10/07/2004	M	6,000	A	\$ 22.45	110,888		D
FactSet Common Stock	10/07/2004	S	5,900	D	\$ 50.3	104,988		D
FactSet Common Stock	10/07/2004	S	2,900	D	\$ 50.37	102,088		D
FactSet Common Stock	10/07/2004	S	1,600	D	\$ 50.38	100,488		D
FactSet Common Stock	10/07/2004	S	800	D	\$ 50.39	99,688		D
FactSet Common Stock	10/07/2004	S	2,400	D	\$ 50.4	97,288		D
FactSet Common Stock	10/07/2004	S	100	D	\$ 50.41	97,188		D
FactSet Common Stock	10/07/2004	S	1,200	D	\$ 50.45	95,988		D
FactSet Common Stock	10/07/2004	S	5,700	D	\$ 50.47	90,288		D
FactSet Common Stock	10/07/2004	S	1,862	D	\$ 50.48	88,426		D

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FactSet Common Stock	10/07/2004	S	100	D	\$ 50.49	88,326	D
FactSet Common Stock	10/07/2004	S	6,000	D	\$ 50.5	82,326	D
FactSet Common Stock	10/07/2004	S	200	D	\$ 50.51	82,126	D
FactSet Common Stock	10/07/2004	S	263	D	\$ 50.54	81,863	D
FactSet Common Stock	10/07/2004	S	1,700	D	\$ 50.68	80,163	D
FactSet Common Stock	10/07/2004	S	3,100	D	\$ 50.75	77,063	D
FactSet Common Stock	10/07/2004	S	200	D	\$ 50.77	76,863	D

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

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SEC 1474
(9-02)

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
FactSet Stock Options	\$ 19.41	10/07/2004		M	11,362	03/29/2000 03/29/2009	Common Stock	11,362	
FactSet Stock	\$ 26.35	10/07/2004		M	11,663	10/23/2002 10/23/2011	Common Stock	11,663	

Options

FactSet

Stock	\$ 22.45	10/07/2004	M	6,000	10/07/2003	10/07/2012	Common Stock	6,000
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Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

FRANKENFIELD MICHAEL D
FACTSET RESEARCH SYSTEMS INC
601 MERRITT 7
NORWALK, CT 06851

Senior Vice President

Signatures

Michael D.
Frankenfield

10/08/2004

 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).

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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