

FACTSET RESEARCH SYSTEMS INC
Form 3
September 17, 2007

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)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| KENNEDY KIERAN M. | | (Month/Day/Year) | FACTSET RESEARCH SYSTEMS INC [FDS] | |
| (Last) | (First) | (Middle) | 09/07/2007 | |
| 601 MERRITT 7 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| NORWALK, CT 06851 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Senior Vice President | |

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) |
|---------------------------------|---|--|---|
| FactSet Common Stock | 16,993 | D | K |

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)

| 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 | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|----------------------|---------------------------|------------|----------------------------|--------|------------|-------------------|---|
| FactSet Common Stock | 03/13/2000 ⁽¹⁾ | 03/13/2010 | FactSet Common Stock | 8,995 | \$ 22.0833 | D | Â |
| FactSet Common Stock | 11/13/2000 ⁽¹⁾ | 11/13/2010 | FactSet Common Stock | 897 | \$ 22.8333 | D | Â |
| FactSet Common Stock | 10/23/2001 ⁽¹⁾ | 10/23/2011 | FactSet Common Stock | 3,750 | \$ 17.5667 | D | Â |
| FactSet Common Stock | 10/07/2002 ⁽¹⁾ | 10/07/2012 | FactSet Common Stock | 720 | \$ 14.9667 | D | Â |
| FactSet Common Stock | 10/07/2002 ⁽¹⁾ | 10/07/2012 | FactSet Common Stock | 4,782 | \$ 14.9667 | D | Â |
| FactSet Common Stock | 01/22/2004 ⁽¹⁾ | 01/22/2014 | FactSet Common Stock | 10,974 | \$ 24.4867 | D | Â |
| FactSet Common Stock | 04/20/2005 ⁽¹⁾ | 04/20/2015 | FactSet Common Stock | 12,326 | \$ 29 | D | Â |
| FactSet Common Stock | 08/14/2006 ⁽¹⁾ | 08/14/2013 | FactSet Common Stock | 12,483 | \$ 43.39 | D | Â |
| FactSet Common Stock | 08/14/2007 ⁽¹⁾ | 08/14/2014 | FactSet Common Stock | 12,904 | \$ 59.36 | D | Â |
| FactSet Common Stock | 08/14/2006 ⁽²⁾ | 08/14/2013 | FactSet Common Stock | 18,791 | \$ 43.39 | D | Â |
| FactSet Common Stock | 08/14/2007 ⁽²⁾ | 08/14/2014 | FactSet Common Stock | 19,807 | \$ 59.36 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KENNEDY KIERAN M. 601 MERRITT 7 NORWALK,Â CTÂ 06851 | Â | Â | Â Senior Vice President | Â |

Signatures

Kieran M.
Kennedy

09/17/2007

__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) 20% of option grant is exercisable one year from grant date. Months 13-60: 1.66% of original grant per month.

This option shall become exercisable based on the achievement by the issuer of certain financial performance criteria. Options that do not

(2) vest at the end of a two-year performance period will be forfeited. Options that become exercisable vest 41.67% after the two-year performance period with the remainder vesting at 1.67% per month thereafter.

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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