

FACTSET RESEARCH SYSTEMS INC  
Form 5  
November 19, 2001

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

**FORM 5**

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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(f) of the Investment Company Act of 1940

Check 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

1. Name and Address of Reporting Person:

**Hadley, Philip A.  
FactSet Research Systems Inc.  
One Greenwich Plaza  
Greenwich, CT 06830**

2. Issuer Name and Ticker or Trading Symbol

**FACTSET RESEARCH SYSTEMS INC. (FDS)**

3. IRS Identification Number of Reporting Person, if an entity (voluntary)

**N/A**

4. Statement for Month/Date/Year

**08/31/01**

5. If Amendment, Date of Original (Month/Year)

**N/A**

6. Relationship of Reporting Person to Issuer (Check all applicable)

**Director**                       **10% Owner**

**Officer (\* give title below)**       **Other (specify below)**

**\* Chairman of the Board and Chief Executive Officer**

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7. Individual or Joint/Group Filing (Check applicable line)

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.<br>Title of<br>Security<br>(Instr.3)       | 2.<br>Transaction<br>Date<br>mm/dd/yy | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4.<br>Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) |     |       | 5.<br>Amount of<br>Securities<br>Beneficially<br>Owned at End<br>of Issuer's<br>Fiscal Year<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or<br>Indirect (I)<br>(Instr. 4) | 7.<br>Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---------------------------------------|---|--|-----|-------|---|--|--|
|   |                                       |   | (A)  | (D) | Price |   |  |  |
| FactSet Research Systems Inc.<br>Common Stock |                                       |   |  |     |       | 681,782   | D  | N/A  |

\* If the form is filed by more than one Reporting Person, see Instruction 4 (b) (v).

**TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED  
(e.g., puts, calls, warrants, options, convertible securities)**

| 1.<br>Title of<br>Derivative<br>Security<br>(Instr. 3)                         | 2.<br>Conver-<br>sion<br>or<br>Exercise<br>Price<br>of<br>Deriv-<br>ative<br>Security | 3.<br>Trans-<br>action<br>mm/dd/yy | 4.<br>Trans-<br>action<br>Code<br>(Instr. 8) | 5.<br>Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |     | 6.<br>Date<br>Exercisable and<br>Expiration Date<br>(mm/dd/yy) |                         | 7.<br>Title and<br>Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4)<br><br>Amount<br>or<br>Number<br>of<br>Share | 8.<br>Price<br>of<br>Deriv-<br>ative<br>Security<br>(Instr. 5) | 9.<br>Number<br>of<br>Deriv-<br>ative<br>Secur-<br>ities<br>Bene-<br>ficially<br>Owned<br>at End<br>of<br>Year<br>(Instr. 4) | 10.<br>Owner-<br>ship<br>of<br>Deriv-<br>ative<br>Secur-<br>ity:<br>Direct<br>(D) or<br>In-<br>direct<br>(I)<br>(Instr. 4) | 11.<br>Nature<br>of<br>In-<br>direct<br>Bene-<br>ficial<br>Owner-<br>ship<br>(Instr. 4) |
|--|---|------------------------------------|--|--|-----|--|-------------------------|---|--|--|--|---|
|  |   |                                    |  | (A)  | (D) | Date   | Expira-<br>tion<br>Date |   |  |  |  |   |
| FactSet Research<br>Systems Inc.<br>Stock Options<br>Explanation of Responses: |   |                                    |  |  |     |  |                         |   |  | 168,500  | D  | N/A   |

Signature of Reporting Person

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Date: November 19, 2001

/s/ Philip A. Hadley  
Philip A. Hadley

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).