

HADLEY PHILIP A
Form 4
July 18, 2018

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 *
HADLEY PHILIP A

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)
601 MERRITT 7

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/12/2018

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

NORWALK, CT 06851

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

(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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
FactSet Common Stock	07/12/2018		S		\$ 205.38	D	Indirect Beneficial Ownership (Instr. 4)
					651,191		
FactSet Common Stock	07/12/2018		S		\$ 206.04	D	Indirect Beneficial Ownership (Instr. 4)
					648,691		
FactSet Common Stock	07/13/2018		S		\$ 201.85	D	Indirect Beneficial Ownership (Instr. 4)
					628,902		
FactSet Common	07/13/2018		S		\$ 615,816	D	Indirect Beneficial Ownership (Instr. 4)
					202.77		

Stock									<u>(2)</u>
FactSet									\$
Common Stock	07/13/2018		S	11,669	D	203.64	604,147	D	<u>(2)</u>

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HADLEY PHILIP A 601 MERRITT 7 NORWALK, CT 06851		X		Chairman

Signatures

/s/ Philip A.
Hadley
Date: 07/18/2018

**Signature of Reporting Person

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) Price reported in Column 4 is a weighted average price based on various sales prices within a range. For the shares aggregating 22,956, the per share sales prices ranged from \$204.83 to \$205.76 and for the shares aggregating 2,500, the per share sales prices ranged from

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\$205.83 to \$206.33. The reporting person undertakes to provide FactSet, any security holder of FactSet and the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold in each separate price within the ranges set forth in this footnote to this Form 4.

- (2) Price reported in Column 4 is a weighted average price based on various sales prices within a range. For the shares aggregating 19,789, the per share sales prices ranged from \$201.35 to \$202.35; for the shares aggregating 13,086, the per share sales prices ranged from \$202.37 to \$203.37; and for the shares aggregating 11,669, the per share sales price ranged from \$203.38 to \$204.23. The reporting person undertakes to provide FactSet, any security holder of FactSet and the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold in each separate price within the ranges set forth in this footnote to this Form 4.

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.