

Walsh Peter G
Form 4
January 11, 2013

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 *
Walsh Peter G

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)
01/09/2013

____ Director
 Officer (give title below) _____ Other (specify below)
Executive Vice President & COO

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)	(A) or (D)	5. Amount or Price	6. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	7. Nature of Ownership Form: Direct (D) or Indirect (I) (Instr. 4)
FactSet Common Stock	01/09/2013		M	2,000	A	\$ 43.39	37,240	D
FactSet Common Stock	01/09/2013		M	2,000	A	\$ 43.39	39,240	D
FactSet Common Stock	01/09/2013		M	2,000	A	\$ 43.39	41,240	D
FactSet Common	01/09/2013		M	3,500	A	\$ 43.39	44,740	D

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Stock								
FactSet Common Stock	01/09/2013		M	2,500	A	\$ 43.39	47,240	D
FactSet Common Stock	01/09/2013		M	2,500	A	\$ 43.39	49,740	D
FactSet Common Stock	01/09/2013		M	7,432	A	\$ 43.39	57,172	D
FactSet Common Stock	01/09/2013		M	2,000	A	\$ 43.39	59,172	D
FactSet Common Stock	01/09/2013		M	23,932	D	\$ 88.62	35,240	D
FactSet Common Stock	01/10/2013		M	2,000	A	\$ 43.39	37,240	D
FactSet Common Stock	01/10/2013		M	1,979	A	\$ 43.39	39,219	D
FactSet Common Stock	01/10/2013		M	3,979	D	\$ 89.19	35,240	D

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

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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 Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of

								FactSet	Share
Non-Qualified Stock Option (right to buy)	\$ 43.39	01/09/2013	M	2,000	08/14/2007	08/14/2013	Common Stock	2,000	
Non-Qualified Stock Option (right to buy)	\$ 43.39	01/09/2013	M	2,000	08/14/2007	08/14/2013	Common Stock	2,000	
Non-Qualified Stock Option (right to buy)	\$ 43.39	01/09/2013	M	2,000	08/14/2007	08/14/2013	Common Stock	2,000	
Non-Qualified Stock Option (right to buy)	\$ 43.39	01/09/2013	M	3,500	08/14/2007	08/14/2013	Common Stock	3,500	
Non-Qualified Stock Option (right to buy)	\$ 43.39	01/09/2013	M	2,500	08/14/2008	08/14/2013	Common Stock	2,500	
Non-Qualified Stock Option (right to buy)	\$ 43.39	01/09/2013	M	2,500	08/14/2008	08/14/2013	Common Stock	2,500	
Non-Qualified Stock Option (right to buy)	\$ 43.39	01/09/2013	M	7,432	08/14/2008	08/14/2013	Common Stock	7,432	
Non-Qualified Stock Option (right to buy)	\$ 43.39	01/09/2013	M	2,000	08/14/2008	08/14/2013	Common Stock	2,000	
Non-Qualified Stock Option (right to buy)	\$ 43.39	01/10/2013	M	2,000	08/14/2007	08/14/2013	Common Stock	2,000	
Non-Qualified Stock Option (right to buy)	\$ 43.39	01/10/2013	M	1,979	08/14/2007	08/14/2013	Common Stock	1,979	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Walsh Peter G 601 MERRITT 7 NORWALK, CT 06851			Executive Vice President & COO	

Signatures

/s/ Peter G.
Walsh

01/11/2013

Date

__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) Column 8 has been intentionally left blank because the transaction was an exercise of a derivative security.

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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