

BRIGHT HORIZONS FAMILY SOLUTIONS INC.  
 Form 3  
 January 08, 2016

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL  
 OMB Number: 3235-0104  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

**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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Berman Mandy</p> <p>(Last) (First) (Middle)</p> <p>C/O BRIGHT HORIZONS FAMILY SOLUTIONS INC,Â 200 TALCOTT AVENUE SOUTH</p> <p>(Street)</p> <p>WATERTOWN,Â MAÂ 02472</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/01/2016</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>BRIGHT HORIZONS FAMILY SOLUTIONS INC. [BFAM]</p> <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner  <input type="checkbox"/> Officer <input type="checkbox"/> Other                  (give title below) (specify below)                  EVP &amp; CAO</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**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)
Common Stock	37,900 <sup>(1)</sup>	D	Â

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	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Option to Purchase Common Stock	Â (2)	10/11/2021	Common Stock	1,260	\$ 12	D	Â
Option to Purchase Common Stock	Â (3)	10/11/2021	Common Stock	9,714	\$ 14.54	D	Â
Option to Purchase Common Stock	Â (4)	05/02/2022	Common Stock	7,320	\$ 14.54	D	Â
Option to Purchase Common Stock	Â (5)	05/02/2022	Common Stock	950	\$ 12	D	Â
Option to Purchase Common Stock	Â (6)	01/12/2022	Common Stock	9,400	\$ 47.35	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Berman Mandy C/O BRIGHT HORIZONS FAMILY SOLUTIONS INC 200 TALCOTT AVENUE SOUTH WATERTOWN,Â MAÂ 02472	Â	Â	Â EVP & CAO	Â

## Signatures

/s/ Mandy Berman 01/08/2016

\_\_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) Represents 31,100 shares of restricted stock that vests 100% on January 6, 2017 and 6,800 shares of restricted stock that vests 100% on January 12, 2018.
  - (2) On October 11, 2011, the reporting person received an option to purchase 3,150 shares of common stock of which 1,260 remains unexercised. Currently 630 shares are vested and the remaining 630 shares will be eligible to vest on October 11, 2016.
  - (3) On October 11, 2011, the reporting person received an option to purchase 24,284 shares of common stock of which 9,714 remains unexercised. Currently 4,856 shares are vested and the remaining 4,858 shares will be eligible to vest on October 11, 2016.
  - (4) On May 2, 2012, the reporting person received an option to purchase 18,300 shares of common stock of which 7,320 remain unexercised. On May 2, 2016, 3,660 shares will be eligible to vest and the remaining 3,660 shares will be eligible to vest on May 2, 2017.
  - (5) On May 2, 2012, the reporting person received an option to purchase 2,374 shares of common stock of which 950 remain unexercised. On May 2, 2016, 474 shares will be eligible to vest and the remaining 476 shares will be eligible to vest on May 2, 2017.
  - (6) The option is eligible to vest as to 60% of the underlying shares on January 12, 2018 and thereafter, as to the remaining 40% of underlying shares, in two equal annual installments beginning on January 12, 2019.

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**Remarks:**

Exhibit 24 - Power of Attorney

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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