FACTSET RESEARCH SYSTEMS INC Form 5 October 15, 2002

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:

Thomas, Townsend 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

10/15/02

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

N/A

- 6. Relationship of Reporting Person to Issuer (Check all applicable)
 - [_] Director [_] 10% Owner
 - [X] Officer (* give title below) [_] Other (specify below)
 - * Senior Vice President and Chief Technology Officer

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

[X] 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. Title of Security (Instr.3)	2.	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End	6. Ownership Form: Direct (D)	7. Nature of Indirect
	Transaction Date mm/dd/yy		Amount	(A) or (D)	Price	of Issuer's Fiscal Year (Instr. 3 and 4)	or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
FactSet Research	02/28/02	Р	238	А	\$25.415			
Systems Inc.	05/31/02	Р	188	А	\$27.710			
Common Stock	08/30/02	Р	226	А	\$21.080			
	12/21/01	Р	192	А	\$34.580			
	03/21/02	Р	179	А	\$37.250			
	06/21/02	Р	286	А	\$29.170			
	08/30/02	Р	355	А	\$24.800			
						283,985	D	

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

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

FactSet Research Systems Inc. Stock Options

Explanation of Responses:

Signature of Reporting Person

Date: October 15, 2002

<u>/s/_Townsend Thomas</u> Townsend Thomas

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

92,500

D

Edgar Filing: FACTSET RESEARCH SYSTEMS INC - Form 5

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