

FACTSET RESEARCH SYSTEMS INC
Form 3
November 09, 2001

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

FORM 3

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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person:

**Frankenfield, Michael D.
FactSet Research Systems Inc.
One Greenwich Plaza
Greenwich, CT 06830**

2. Date of Event Requiring State (Month/Day/Year)

09/01/01

3. IRS or Social Security Number of Reporting Person (voluntary)

N/A

4. Issuer Name and Ticker or Trading Symbol

FactSet Research Systems Inc. (FDS)

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

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

*** Senior Vice President and Director of Sales and Marketing**

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

N/A

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 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)
FactSet Research Systems Inc. Common Stock	121,428	D	N/A

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

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

1. Title of Derivative Security	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Owner- ship (Instr. 5)
	Date Exercisable	Expira- tion Date	Title	Amount or Number of Shares		
Stock Option (Right to Buy)	02/21/02 (6,000)	02/01/07	Common Stock .01 par value per share	6.25	D	
Stock Option (Right to Buy)	02/09/02 (4,500) 02/09/03 (4,500)	02/09/08	Common Stock, .01 par value per share	10.00	D	
Stock Option (Right to Buy)	03/29/00 (4,000) 03/29/01 (4,000) 03/29/02 (4,000) 03/29/03 (4,000) 03/29/04 (4,000)	03/29/09	Common Stock, .01 par value per share	19.4063	D	
Stock Option	03/13/01 (3,000)	03/13/10	Common	33.125	D	

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(Right to Buy)	03/13/02 (3,000)		Stock,			
	03/13/03 (3,000)		.01 par			
	03/13/04 (3,000)		value per			
	03/13/05 (3,000)		share			
Stock Option	11/13/01 (5,000)	11/13/10	Common	25,000	34.25	D
(Right to Buy)	11/13/02 (5,000)		Stock,			
	11/13/03 (5,000)		.01 par			
	11/13/04 (5,000)		value per			
	11/13/05 (5,000)		share			

Explanation of Response:

These options were granted under the 1994 and 1996 FactSet Research Systems Inc. Stock Option Plans. Each stock option grant vests at a rate of 20% per year, beginning one year after the grant date of the options.

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Signature of Reporting Person

Date: November 9, 2001

/s/ Michael D. Frankenfield

Michael D. Frankenfield