

**FORM 5**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
OMB Number:	3235-0362
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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).
- Form 3 Holdings Reported.
- Form 4 Transactions Reported.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>HADLEY PHILIP A</u>  (Last) (First) (Middle) FACTSET RESEARCH SYSTEMS ONE GREENWICH PLAZA  (Street) GREENWICH CT 06830  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>FACTSET RESEARCH SYSTEMS INC [ FDS ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chairman of the Board and CEO
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 08/31/2003	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
FactSet Research Systems Common Stock	09/01/2002		A	12	A	\$24.8	685,812	D	
FactSet Research Systems Common Stock	09/20/2002		A	412	A	\$25.95	686,224	D	
FactSet Research Systems Common Stock	11/29/2002		A	300	A	\$19.39	686,524	D	
FactSet Research Systems Common Stock	12/20/2002		A	373	A	\$28.64	686,897	D	
FactSet Research Systems Common Stock	12/31/2002		D	1,450	D	(2)	685,447	D	
FactSet Research Systems Common Stock	02/28/2003		A	312	A	\$21.75	685,759	D	
FactSet Research Systems Common Stock	03/21/2003		A	326	A	\$32.85	686,085	D	
FactSet Research Systems Common Stock	05/30/2003		A	275	A	\$21.29	686,360	D	
FactSet Research Systems Common Stock	06/20/2003		A	307	A	\$42	686,667	D	
FactSet Research Systems Common Stock	08/29/2003		A	204	A	\$33.47	686,871	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date					
FactSet Research Stock Options	\$10						02/09/1999 <sup>(1)</sup>	02/09/2008	Common Stock		9,500	D	
FactSet Research Stock Options	\$19.41						03/29/2000 <sup>(1)</sup>	03/29/2009	Common Stock		29,500	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					(A)	(D)	Date Exercisable	Expiration Date						Title
FactSet Research Stock Options	\$33.13						03/13/2001 <sup>(1)</sup>	03/13/2010	Common Stock	15,000		44,500	D	
FactSet Research Stock Options	\$33.56						09/05/2001 <sup>(1)</sup>	09/05/2010	Common Stock	100,000		144,500	D	
FactSet Research Stock Options	\$26.35						10/23/2002 <sup>(1)</sup>	10/23/2011	Common Stock	20,000		164,500	D	
FactSet Research Stock Options	\$22.45						10/07/2003 <sup>(1)</sup>	10/07/2012	Common Stock	20,000		184,500	D	

**Explanation of Responses:**

1. 20% of option grant is exercisable one year from grant date. The remaining options vest 1.67% monthly thereafter for the next four years.
2. The disposition was a gift. Share price is not necessary.

Philip A. Hadley

10/15/2003

\*\* Signature of Reporting Person

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.