

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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>THOMAS TOWNSEND</u> (Last) (First) (Middle) <u>FACTSET RESEARCH SYSTEMS INC</u> <u>ONE GREENWICH PLAZA</u> (Street) <u>GREENWICH CT 06830</u> (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) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Senior Vice President & CTO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/22/2004</u>	
	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 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
FactSet Common Stock								284,895	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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
FactSet Stock Options	\$10							02/09/1999 ⁽¹⁾	02/19/2008	Common Stock	22,500	22,500	D	
FactSet Stock Options	\$19.41							03/29/2000 ⁽¹⁾	03/29/2009	Common Stock	20,000	42,500	D	
FactSet Stock Options	\$33.13							03/13/2001 ⁽¹⁾	03/13/2010	Common Stock	15,000	57,500	D	
FactSet Stock Options	\$34.25							11/13/2001 ⁽¹⁾	11/13/2010	Common Stock	20,000	77,500	D	
FactSet Stock Options	\$26.35							10/23/2002 ⁽¹⁾	10/23/2011	Common Stock	15,000	92,500	D	
FactSet Stock Options	\$22.45							10/07/2003 ⁽¹⁾	10/07/2012	Common Stock	7,500	100,000	D	
FactSet Stock Options	\$36.73	01/22/2004		A		10,000		01/22/2005 ⁽¹⁾	01/22/2014	Common Stock	10,000	\$0	110,000	D

Explanation of Responses:

1. 20 percent of the option grant is exercisable one year from grant date.

Townsend Thomas

01/22/2004

** 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.

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