

FACTSET RESEARCH SYSTEMS INC
Form 8-K
June 24, 2004

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

Form 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): **June 24, 2004**

FactSet Research Systems Inc.

(Exact name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

1-11869
(Commission
File Number)

13-3362547
(I.R.S. Employer
Identification Number)

**One Greenwich Plaza
Greenwich, Connecticut 06830-6352**
(Address of principal executive offices)

(203) 863-1500
(Registrant's telephone number, including area code)

Not Applicable
(Former name or former address, if changed since last report)

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Item 5. Other Events and Regulations FD Disclosure.

On June 24, 2004, FactSet Research Systems Inc. issued a press release announcing it is in discussions to acquire The JCF Group of Companies. The press release is attached as Exhibit 99.1 to this report on Form 8-K. This information shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

| Exhibit No. | Description |
|-------------|--|
| 99.1 | Press Release, dated as of June 24, 2004 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

FACTSET RESEARCH SYSTEMS INC.
(Registrant)

By:

Date: June 24, 2004

/s/ ERNEST S. WONG

Ernest S. Wong,
Senior Vice President, Chief Financial Officer,
Treasurer and Secretary

EXHIBIT 99.1

EXHIBIT INDEX

| Exhibit No. | Description of Document |
|-------------|-------------------------|
|-------------|-------------------------|

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99.1 Press Release of Registrant, dated June 24, 2004 reporting FactSet Research Systems Inc. announces it is in discussions to acquire The JCF Group of Companies

FactSet Research Systems Inc. One
Greenwich Plaza Greenwich,
Connecticut 06830-6352 203.863.1500
/ 203.863.1501 Fax

News Release

FOR IMMEDIATE RELEASE

FactSet is a registered trademark of FactSet Research Systems Inc.

FactSet Research Systems Announces It Is In Discussions To Acquire The JCF Group Of Companies

June 24, 2004, (Greenwich, CT) FactSet Research Systems Inc., (NYSE: FDS) a major supplier of computer-based financial and economic data to the investment community, confirmed today that discussions are taking place with the JCF Group of companies that could lead to a possible acquisition of JCF. JCF is a privately-held provider of global broker estimates and other financial and macroeconomic data to institutional investors. The FactSet Board of Directors has not approved a transaction and there are still unresolved issues. There can be no assurance that any transaction will result from these discussions. FactSet has no intention of making any further announcement regarding this matter until the conclusion of its discussions with JCF.

FactSet Research Systems Inc. is a leading provider of global financial and economic information, including fundamental data on tens of thousands of companies worldwide. Combining more than 200 databases into its own dedicated online service, the Company also provides the tools to download, combine and manipulate the data for investment analysis.

The Company, headquartered in Greenwich, Connecticut, was formed in 1978 and now conducts operations from nineteen locations worldwide including Boston, New York, Chicago, San Mateo, London, Frankfurt, Paris, Tokyo, Hong Kong, and Sydney.

This news release contains forward-looking statements based on management's current expectations, estimates and projections. All statements that address expectations or projections about the future, including statements about the Company's strategy for growth, product development, market position, commitments and expected expenditures and financial results are forward-looking statements. Forward-looking statements may be identified by words like expected, anticipates, plans, intends, projects, should, indicates, continues, commitments and similar. These statements are not guarantees of future performance and involve a number of risks, uncertainties and assumptions. Many factors, including those discussed more fully elsewhere in this release and in FactSet's filings with the Securities and Exchange Commission, particularly its latest annual report on Form 10-K, as well as others, could cause results to differ materially from those stated. These factors include, but are not limited to, the ability to hire qualified personnel; maintenance of the Company's leading technological position; the impact of global market trends on the Company's revenue growth rate and future results of operations; the negotiation of contract terms supporting new and existing databases; retention of key clients; the successful resolution of ongoing audits by tax authorities; the continued employment of key personnel; the absence of U.S. or foreign governmental regulation restricting international business; and the sustainability of historical levels of profitability and growth rates in cash flow generation.