

BRIGHT HORIZONS FAMILY SOLUTIONS INC.  
 Form 3  
 January 08, 2016

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**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(h) of the Investment Company Act of 1940

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Â Burke Mary Lou</p> <p>(Last) (First) (Middle)</p> <p>C/O BRIGHT HORIZONS FAMILY SOLUTIONS INC,Â 200 TALCOTT AVENUE SOUTH</p> <p>(Street)</p> <p>WATERTOWN,Â MAÂ 02472</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/01/2016</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>BRIGHT HORIZONS FAMILY SOLUTIONS INC. [BFAM]</p> <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner  <input type="checkbox"/> Officer <input type="checkbox"/> Other                  (give title below) (specify below)                  COO North America Center Ops</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**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)
Common Stock	22,674 <sup>(1)</sup>	D	Â
Common Stock	1,240	I	UTMA Custodian for daughter <sup>(2)</sup>
Common Stock	1,240	I	UTMA Custodian for daughter <sup>(2)</sup>

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	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 Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Option to Purchase Common Stock	Â (3)	04/01/2020	Common Stock	1,436	\$ 14.54	D Â
Option to Purchase Common Stock	Â (4)	05/02/2022	Common Stock	1,808	\$ 12	D Â
Option to Purchase Common Stock	Â (5)	05/02/2022	Common Stock	34,842	\$ 14.54	D Â
Option to Purchase Common Stock	Â (6)	01/06/2021	Common Stock	25,280	\$ 36.29	D Â
Option to Purchase Common Stock	Â (7)	01/12/2022	Common Stock	18,800	\$ 47.35	D Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Burke Mary Lou C/O BRIGHT HORIZONS FAMILY SOLUTIONS INC 200 TALCOTT AVENUE SOUTH WATERTOWN, MA 02472	Â	Â	Â COO North America Center Ops	Â

## Signatures

/s/ Mary Lou  
Burke

01/08/2016

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) Includes 6,220 shares of restricted stock that vests 100% on January 6, 2017.
- (2) Shares held indirectly under the Uniform Transfer to Minors Act and reporting person disclaims any beneficial ownership of these shares except for any pecuniary interest therein.
- (3) On April 1, 2010, the reporting person received an option to purchase 11,614 shares of which 1,436 shares remain unexercised. The vesting criteria have been met with respect to this award.
- (4) On May 2, 2012, the reporting person received an option to purchase 4,520 shares of which 1,808 shares remain unexercised and unvested. On May 2, 2016, 904 shares will be eligible to vest and the remaining 904 shares will be eligible to vest on May 2, 2017.
- (5)

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On May 2, 2012, the reporting person received an option to purchase 34,842 shares of which 20,904 shares are currently vested. On May 2, 2016, 6,968 shares will be eligible to vest and the remaining 6,970 shares will be eligible to vest on May 2, 2017.

- (6) The option is eligible to vest as to 60% of the underlying shares on January 6, 2017 and thereafter, as to the remaining 40% of underlying shares, in two equal annual installments beginning on January 6, 2018.
- (7) The option is eligible to vest as to 60% of the underlying shares on January 12, 2018 and thereafter, as to the remaining 40% of underlying shares, in two equal annual installments beginning on January 12, 2019.

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### Remarks:

Exhibit 24 - Power of Attorney

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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