

BRIGHT HORIZONS FAMILY SOLUTIONS INC.

Form 3

January 08, 2016

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

OMB APPROVAL

OMB  
Number: 3235-0104Expires: January 31,  
2005Estimated average  
burden hours per  
response... 0.5**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)

1. Name and Address of Reporting  
Person \*

Â Burke Mary Lou

(Last)

(First)

(Middle)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

01/01/2016

3. Issuer Name **and** Ticker or Trading SymbolBRIGHT HORIZONS FAMILY SOLUTIONS INC.  
[BFAM]4. Relationship of Reporting  
Person(s) to Issuer5. If Amendment, Date Original  
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☐ Officer ☐ Other

(give title below) (specify below)

COO North America Center Ops

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting  
Person☐ Form filed by More than One  
Reporting Person

C/O BRIGHT HORIZONS

FAMILY SOLUTIONS

INC,Â 200 TALCOTT AVENUE  
SOUTH

(Street)

WATERTOWN,Â MAÂ 02472

(City)

(State)

(Zip)

**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)

**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 control number.****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 <small>(Month/Day/Year)</small>		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 <u>(3)</u>	04/01/2020	Common Stock	1,436	\$ 14.54	D	Â
Option to Purchase Common Stock	Â <u>(4)</u>	05/02/2022	Common Stock	1,808	\$ 12	D	Â
Option to Purchase Common Stock	Â <u>(5)</u>	05/02/2022	Common Stock	34,842	\$ 14.54	D	Â
Option to Purchase Common Stock	Â <u>(6)</u>	01/06/2021	Common Stock	25,280	\$ 36.29	D	Â
Option to Purchase Common Stock	Â <u>(7)</u>	01/12/2022	Common Stock	18,800	\$ 47.35	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships				Other
	Director	10% Owner	Officer		
Burke Mary Lou C/O BRIGHT HORIZONS FAMILY SOLUTIONS INC 200 TALCOTT AVENUE SOUTH WATERTOWN,Â MAÂ 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:

ExhibitÂ 24Â -Â PowerÂ ofÂ 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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