

BRIGHT HORIZONS FAMILY SOLUTIONS INC.

Form 4

December 01, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Expires: January 31, 2005

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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).**STATEMENT OF CHANGES IN 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 *
DREIER STEPHEN I2. Issuer Name and Ticker or Trading
Symbol
BRIGHT HORIZONS FAMILY
SOLUTIONS INC. [BFAM]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Chief Administrative Officer

C/O BRIGHT HORIZONS FAMILY
SOLUTIONS INC, 200 TALCOTT
AVENUE SOUTH

11/26/2014

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check
Applicable Line)____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

WATERTOWN, MA 02472

(City) (State) (Zip)

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 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)
Common Stock	11/26/2014		M ⁽¹⁾	18,148 A	\$ 14.54 74,936	D	
Common Stock	11/26/2014		S ⁽¹⁾	18,148 D	\$ 45 56,788	D	
Common Stock	11/28/2014		M ⁽¹⁾	13,000 A	\$ 14.54 69,788	D	
Common Stock	11/28/2014		S ⁽¹⁾	13,000 D	\$ 45 56,788	D	
	06/05/2014		G ⁽²⁾	200 D	\$ 0 56,588	D	

Common
Stock

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option to Purchase Common Stock	\$ 14.54	11/26/2014		M ⁽¹⁾	18,148	⁽³⁾ 09/02/2018	Common Stock 18,148
Option to Purchase Common Stock	\$ 14.54	11/28/2014		M ⁽¹⁾	13,000	⁽³⁾ 09/02/2018	Common Stock 13,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DREIER STEPHEN I
C/O BRIGHT HORIZONS FAMILY SOLUTIONS
INC
200 TALCOTT AVENUE SOUTH
WATERTOWN, MA 02472

Chief Administrative Officer

Signatures

/s/ John Casagrande, as attorney in fact for Stephen
Dreier

12/01/2014

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) These trades were made pursuant to a Rule 10b5-1 trading plan.

(2) This reporting person made a donation to a charitable organization.

(3) On May 2, 2012, the reporting person was granted an option to purchase 62,296 shares of common stock in connection with the Issuer's option exchange program. The time and performance criteria have been met with respect to this award.

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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