

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2005-05-02** | Period of Report: **2005-04-29**

SEC Accession No. **0001060559-05-000017**

([HTML Version](#) on [secdatabase.com](http://secdatabase.com))

### ISSUER

#### **BRIGHT HORIZONS FAMILY SOLUTIONS INC**

CIK: **1060559** | IRS No.: **621742957** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
SIC: **8351** Child day care services

#### Mailing Address

200 TALCOTT AVENUE  
SOUTH  
P.O. BOX 9177  
WATERTOWN MA 02471-9177

#### Business Address

200 TALCOTT AVENUE  
SOUTH  
P.O. BOX 9177  
WATERTOWN MA 02471-9177  
6176738041

### REPORTING OWNER

#### **DUNCAN E TOWNES**

CIK: **900371**  
Type: **4** | Act: **34** | File No.: **000-24699** | Film No.: **05790166**

#### Mailing Address

30 BURTON HILLS BLVD  
SUITE 100  
NASHVILLE TN 37215

#### Business Address

30 BURTON HILLS BLVD  
STE 100  
NASHVILLE TN 37215  
6156653818

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

OMB Number: 3235-0287  
Expires: 02/28/2011  
Estimated average burden hours per response 0.5

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person <b>DUNCAN E TOWNES</b>			2. Issuer Name and Ticker or Trading Symbol <b>BRIGHT HORIZONS FAMILY SOLUTIONS INC [BFAM]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>04/29/2005</b>			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
200 TALCOTT AVENUE SOUTH			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) <b>WATERTOWN, MA 02742</b>								
(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 (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			
Common Stock	04/29/2005		<u>M</u>		1,333	A	\$15.345	4,741 <sup>(1)</sup>	D	
Common Stock	04/29/2005		<u>S</u>		1,333	D	\$32.41	3,408 <sup>(1)</sup>	D	
Common Stock	04/29/2005		<u>M</u>		667	A	\$16.625	4,075 <sup>(1)</sup>	D	
Common Stock	04/29/2005		<u>S</u>		667	D	\$32.41	3,408 <sup>(1)</sup>	D	
Common Stock	04/29/2005		<u>S</u>		39,000	D	\$33.4	113,800 <sup>(1)</sup>	I	By Solidus Company
Common Stock	04/29/2005		<u>S</u>		5,000	D	\$33.4	27,000 <sup>(1)</sup>	I	By Solidus Company, LLC
Common Stock								1,300	I	By Children
Common Stock								912	I	By Trusts
Common Stock	04/29/2005		<u>S</u>		200	D	\$33.4	1,800 <sup>(1)</sup>	I	By Anne Eberle txbl
Common Stock	04/29/2005		<u>S</u>		800	D	\$33.4	3,200 <sup>(1)</sup>	I	By Anne Eberle IRA

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

1. Title of Derivative	2. Conversion or Exercise	3. Transaction	3A. Deemed Execution	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying	8. Price of Derivative	9. Number of Derivative Securities	10. Ownership Form of	11. Nature of Indirect Beneficial
------------------------	---------------------------	----------------	----------------------	----------------	-------------------------	--	--	------------------------	------------------------------------	-----------------------	-----------------------------------

Security (Instr. 3)	Price of Derivative Security	Date (Month/Day/Year)	Date, if any (Month/Day/Year)	Code (Instr. 8)		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Derivative Security (Instr. 3 and 4)		Security (Instr. 5)	Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					Title	Amount or Number of Shares
Stock Options (Right to buy) <sup>(2)</sup>	\$15.345	04/29/2005		<u>M</u>			1,333	05/23/2002	05/23/2012	Common Stock	1,333	\$ 0	667	D	
Stock Options (Right to buy) <sup>(2)</sup>	\$16.625	04/29/2005		<u>M</u>			667	06/03/2003	06/03/2013	Common Stock	667	\$ 0	1,333	D	

**Explanation of Responses:**

1. Securities beneficially owned are adjusted for a 2:1 stock split effective 3/21/05.
2. Amounts and prices are adjusted for a 2:1 stock split effective 3/21/05.

**Signatures**

Elizabeth J. Boland

\*\* Signature of Reporting Person

05/02/2005

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.

**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 Number.**