

BRIGHT HORIZONS FAMILY SOLUTIONS INC
 Form 4
 May 02, 2005

FORM 4

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

OMB APPROVAL

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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 *
 DUNCAN E TOWNES

2. 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)
 200 TALCOTT AVENUE SOUTH
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 04/29/2005

Director 10% Owner
 Officer (give title below) Other (specify below)

WATERTOWN, MA 02742

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	04/29/2005		M			1,333	A	\$ 15.345	4,741 ⁽¹⁾	D	
Common Stock	04/29/2005		S			1,333	D	\$ 32.41	3,408 ⁽¹⁾	D	
Common Stock	04/29/2005		M			667	A	\$ 16.625	4,075 ⁽¹⁾	D	
Common Stock	04/29/2005		S			667	D	\$ 32.41	3,408 ⁽¹⁾	D	
Common Stock	04/29/2005		S			39,000	D	\$ 33.4	113,800 ⁽¹⁾	I	By Solidus Company

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Common Stock	04/29/2005	S	5,000	D	\$ 33.4	27,000 ⁽¹⁾	I	By Solidus Company, LLC
Common Stock						1,300	I	By Children
Common Stock						912	I	By Trusts
Common Stock	04/29/2005	S	200	D	\$ 33.4	1,800 ⁽¹⁾	I	By Anne Eberle txbl
Common Stock	04/29/2005	S	800	D	\$ 33.4	3,200 ⁽¹⁾	I	By Anne Eberle IRA

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

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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)	8. Amount or Number of Shares
Stock Options (Right to buy) ⁽²⁾	\$ 15.345	04/29/2005		M	1,333	05/23/2002 05/23/2012	Common Stock	1,333
Stock Options (Right to buy) ⁽²⁾	\$ 16.625	04/29/2005		M	667	06/03/2003 06/03/2013	Common Stock	667

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DUNCAN E TOWNES
200 TALCOTT AVENUE SOUTH X
WATERTOWN, MA 02742

Signatures

Elizabeth J. 05/02/2005
Boland

__Signature of Date
Reporting Person

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) 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.

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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