

LISSY DAVID H  
Form 4  
May 10, 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 \*  
LISSY DAVID H

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)  
05/06/2005

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	05/06/2005		M		9,818 A \$ 12.03	57,338 <sup>(1)</sup>	D
Common Stock	05/06/2005		S		9,818 D \$ 35.0454	47,520 <sup>(1)</sup>	D
Common Stock	05/09/2005		M		5,896 A \$ 7.4063	53,416 <sup>(1)</sup>	D
Common Stock	05/09/2005		M		3,200 A \$ 8.625	56,616 <sup>(1)</sup>	D
Common Stock	05/09/2005		M		7,518 A \$ 8.3125	64,134 <sup>(1)</sup>	D

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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)	8. Amount or Number of Shares
Stock Options (Right to buy) <sup>(2)</sup>	\$ 7.4063	05/09/2005		M	5,896	11/16/1999 11/16/2009	Common Stock	5,896
Stock Options (Right to buy) <sup>(2)</sup>	\$ 8.3125	05/09/2005		M	7,518	06/01/2000 06/01/2010	Common Stock	7,518
Stock Options (Right to buy) <sup>(2)</sup>	\$ 8.625	05/09/2005		M	3,200	03/07/2000 03/07/2010	Common Stock	3,200
Stock Options (Right to buy) <sup>(2)</sup>	\$ 12.03	05/06/2005		M	9,818	12/13/2001 12/13/2011	Common Stock	9,818

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LISSY DAVID H 200 TALCOTT AVENUE SOUTH WATERTOWN, MA 02742	X		Chief Executive Officer	

## Signatures

Elizabeth J.  
Boland

05/10/2005

\_\_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) 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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