

Edgar Filing: BRIGHT HORIZONS FAMILY SOLUTIONS INC - Form 4

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
Restricted Share Units	<u>(2)</u>	05/28/2008		D		275		<u>(3)</u>	<u>(2)</u>	Common Stock	275
Stock Options (Right to buy)	\$ 8.25	05/28/2008		D		2,000		<u>(4)</u>	05/25/2010	Common Stock	2,000
Stock Options (Right to buy)	\$ 9.625	05/28/2008		D		2,000		<u>(4)</u>	05/20/2009	Common Stock	2,000
Stock Options (Right to buy)	\$ 10.8125	05/28/2008		D		10,000		<u>(4)</u>	09/18/2008	Common Stock	10,000
Stock Options (Right to buy)	\$ 13.385	05/28/2008		D		2,000		<u>(4)</u>	05/23/2011	Common Stock	2,000
Stock Options (Right to buy)	\$ 15.345	05/28/2008		D		2,000		<u>(4)</u>	05/23/2012	Common Stock	2,000
Stock Options (Right to buy)	\$ 16.625	05/28/2008		D		2,000		<u>(4)</u>	06/03/2013	Common Stock	2,000
Stock Options (Right to buy)	\$ 24.37	05/28/2008		D		2,000		<u>(4)</u>	05/27/2014	Common Stock	2,000
Stock Options (Right to buy)	\$ 34.99	05/28/2008		D		2,000		<u>(4)</u>	06/05/2013	Common Stock	2,000

Stock Options (Right to buy)	\$ 37.6	05/28/2008	D	2,000	(4)	05/24/2012	Common Stock	2,000
Stock Options (Right to buy)	\$ 38.1	05/28/2008	D	2,000	(4)	05/08/2014	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FOULKES FRED K 200 TALCOTT AVENUE SOUTH WATERTOWN, MA 02472		X		

Signatures

Elizabeth J.
Boland

05/28/2008

__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).
 - (4) Immediately before the effective time of the merger, all unvested options become fully vested and exercisable.
 - (1) Disposed of in connection with the merger in exchange for the right to receive \$48.25 per share.
 - (2) These Restricted Share Units were cancelled in the merger in exchange for a cash payment equal to the merger consideration of \$48.25 per share.
 - (3) Immediately before the effective time of the merger, all Restricted Share Units become exercisable.
- These options were cancelled in the previously announced merger of Bright Horizons Family Solutions with an affiliate of Bain Capital
- (5) Partners in exchange for a cash payment equal to the difference between the exercise price of the option and the merger consideration of \$48.25 per share, multiplied by the number of shares subject to the option.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.