## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

OMB APPROVAL									
OMB Number:	3235-0287								
Expires:	December 31, 2014								
Estimated average burden									
hours per response	0.5								

1. Name and Address of Reporting Person* BROWN ROGER H	2. Issuer Name <b>and</b> Ticker or Trading Symbol BRIGHT HORIZONS FAMILY SOLUTIONS INC. [BFAM]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) C/O BRIGHT HORIZONS FAMILY SOLUTIONS INC, 200 TALCOTT AVENUE SOUTH	3. Date of Earliest Transaction (Month/Day/Year) 02/21/2013	X Director 10% Owner Officer (give title below) (specify below)			
(Street) WATERTOWN MA 02472 (City) (State) (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	Individual or Joint/Group Filing     (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One     Reporting Person			

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. Transac Code (Instr. 8)		4. Secur Acquired Dispose (Instr. 3,	d (A) d of	or (D)	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership	
					Reported Transaction(s) (Instr. 3 and	or Indirect (I) (Instr. 4)	(Instr. 4)				
Common Stock	02/21/2013		М		66,308	Α	\$ 2.56	66,308	D		
Common Stock	02/21/2013		М		8,605	A	\$ 4.93	74,913	D		
Common Stock	02/21/2013		M		2,745	Α	\$ 2.56	77,658	D		
Common Stock	02/21/2013		М		356	A	\$ 4.93	78,014	D		
Common Stock								34,712	I	By Roger H. Brown Trust	
Common Stock								177,103	ı	By Linda A. Mason Trust	

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. Transac Code (Instr. 8)	Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option to purchase Common Stock	\$ 2.56	02/21/2013		м			66,308	05/28/2008	03/06/2013	Common Stock	66,308	\$0	0	D	
Option to purchase Common Stock	\$ 4.93	02/21/2013		м			8,605	05/28/2008	03/06/2013	Common Stock	8,605	\$0	0	D	
Option to purchase Common Stock	\$ 2.56	02/21/2013		М			2,745	05/28/2008	06/05/2013	Common Stock	2,745	\$0	0	D	
Option to purchase Common Stock	\$ 4.93	02/21/2013		м			356	05/28/2008	06/05/2013	Common Stock	356	\$ 0	0	D	

#### **Explanation of Responses:**

#### Remarks:

The Form 3 filed January 24, 2013 reported that the reporting person held options to purchase 71,165 shares of the Issuer's common stock at an exercise price of \$2.56 per share and options to purchase 9,235 shares of the Issuer's common stock at \$4.93 per share. The report incorrectly stated the expiration date of such options. The reporting person's options to purchase such shares at an exercise price of \$2.56 per share expire, as to 66,308 shares, as of March 6, 2013, as to 2,745 shares, as of June 5, 2013, and, as to 2,112 shares, as of May 7, 2014. The reporting person's options to purchase such shares at an exercise price of \$4.93 per share expire, as to 8,605 shares, as of March 6, 2013, as to 356 shares, as of June 5, 2013, and as to 274 shares, as of May 7, 2014.

/s/ John Casagrande, as attorney in fact for Roger H. 02/22/2013

Brown

\*\* Signature of Reporting Person 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.