

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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hours per response: 0.5

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
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
BAIN CAPITAL INVESTORS LLC			BRIGHT HORIZONS FAMILY SOLUTIONS INC. [BFAM]		Director <input checked="" type="checkbox"/> 10% Owner	
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)		Officer (give title below) Other (specify below)	
JOHN HANCOCK TOWER			08/14/2015			
200 CLARENDON STREET			4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line)	
(Street)					Form filed by One Reporting Person	
BOSTON MA 02116					<input checked="" type="checkbox"/> 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	08/14/2015		S		2,830,231	D	\$61.01	20,131,609	I	See Footnotes ⁽¹⁾⁽²⁾⁽³⁾⁽⁴⁾⁽⁵⁾⁽⁶⁾

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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
							Date Exercisable	Expiration Date					
					Code	V	(A)	(D)	Title	Amount or Number of Shares			

1. Name and Address of Reporting Person*		
BAIN CAPITAL INVESTORS LLC		
(Last) (First) (Middle)		
JOHN HANCOCK TOWER		
200 CLARENDON STREET		
(Street)		
BOSTON	MA	02116
(City)	(State)	(Zip)

1. Name and Address of Reporting Person *

[BCIP Associates III, LLC](#)

(Last) (First) (Middle)
[JOHN HANCOCK TOWER, 200 CLARENDON STREET](#)

(Street)
[BOSTON MA 02116](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[BCIP Associates III](#)

(Last) (First) (Middle)
[JOHN HANCOCK TOWER
200 CLARENDON STREET](#)

(Street)
[BOSTON MA 02116](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[BCIP T Associates III-B, LLC](#)

(Last) (First) (Middle)
[JOHN HANCOCK TOWER, 200 CLARENDON STREET](#)

(Street)
[BOSTON MA 02116](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[BCIP Associates III-B, LLC](#)

(Last) (First) (Middle)
[JOHN HANCOCK TOWER, 200 CLARENDON STREET](#)

(Street)
[BOSTON MA 02116](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[BCIP T Associates III, LLC](#)

(Last) (First) (Middle)
[JOHN HANCOCK TOWER, 200 CLARENDON STREET](#)

(Street)
[BOSTON MA 02116](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person*		
<u>BCIP Associates III-B</u>		
(Last)	(First)	(Middle)
JOHN HANCOCK TOWER 200 CLARENDON STREET		
(Street)		
BOSTON	MA	02116
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*		
<u>BCIP Trust Associates III</u>		
(Last)	(First)	(Middle)
JOHN HANCOCK TOWER 200 CLARENDON STREET		
(Street)		
BOSTON	MA	02116
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*		
<u>BCIP Trust Associates III-B</u>		
(Last)	(First)	(Middle)
JOHN HANCOCK TOWER 200 CLARENDON ST.		
(Street)		
BOSTON	MA	02116
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*		
<u>BCIP Associates-G</u>		
(Last)	(First)	(Middle)
JOHN HANCOCK TOWER 200 CLARENDON STREET		
(Street)		
BOSTON	MA	02116
(City)	(State)	(Zip)

Explanation of Responses:

1. Bain Capital Investors, LLC ("BCI") is the sole general partner of Bain Capital Partners X, L.P. ("BCP X"), which is the sole general partner of Bain Capital Fund X, L.P. ("Fund X"). As a result, each of BCI and BCP X may be deemed to share voting and dispositive power with respect to the shares of Common Stock held by Fund X. Each of BCI and BCP X disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein. On August 14, 2015, Fund X sold 2,798,852 shares of Common Stock. Following such sale, Fund X held 19,899,066 shares of Common Stock.
2. BCI is also the managing partner of BCIP Associates III ("BCIPA III"), which is the manager of BCIP Associates III, LLC ("BCIP III"). As a result, each of BCI and BCIPA III may be deemed to share voting and dispositive power with respect to the shares of Common Stock held by BCIP III. Each of BCI and BCIPA III disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein. On August 14, 2015, BCIP III sold 17,929 shares of Common Stock. Following such sale, BCIP III held 139,688 shares of Common Stock.
3. BCI is also the managing partner of BCIP Associates III-B ("BCIPA III-B"), which is the manager of BCIP Associates III-B, LLC ("BCIP III-B"). As a result, each of BCI and BCIPA III-B may be deemed to share voting and dispositive power with respect to the shares of Common Stock held by BCIP III-B. Each of BCI and BCIPA III-B disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein. On August 14, 2015, BCIP III-B sold 3,674 shares of Common Stock. Following such sale, BCIP III-B held 25,360 shares of Common Stock.
4. BCI is also the managing partner of BCIP Trust Associates III ("BCIPTA III"), which is the manager of BCIP T Associates III, LLC ("BCIPT III"). As a result, each of BCI and BCIPTA III may be deemed to share voting and dispositive power with respect to the shares of Common Stock held by BCIPT III. Each of BCI and BCIPTA III disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein. On August 14, 2015, BCIPT III sold 8,786 shares of Common Stock. Following such sale, BCIPT III held 60,655 shares of Common Stock.
5. BCI is also the managing partner of BCIP Trust Associates III-B ("BCIPTA III-B"), which is the manager of BCIP T Associates III-B, LLC ("BCIPT III-B"). As a result, each of BCI and BCIPTA III-B may be deemed to share voting and dispositive power with respect to the shares of Common Stock held by BCIPT III-B. Each of BCI and BCIPTA III-B disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein. On August 14, 2015, BCIPTA III-B sold 608 shares of Common Stock. Following such sale, BCIPTA III-B held 4,200 shares of Common Stock.
6. BCI is also the managing partner of BCIP Associates-G ("BCIP G"). As a result, BCI may be deemed to share voting and dispositive power with respect to the shares of Common Stock held by BCIP G. BCI disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein. On August 14, 2015, BCIP-G sold 382 shares of Common Stock. Following such sale, BCIP-G held 2,640 shares of Common Stock.

Remarks:

1 of 2

/s/ Jordan Hitch

08/18/2015

** 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.

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