

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* <u>LISSY DAVID H</u>  (Last) (First) (Middle) <u>C/O BRIGHT HORIZONS FAMILY SOLUTIONS INC</u> <u>2 WELLS AVENUE</u>  (Street) <u>NEWTON MA 02459</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BRIGHT HORIZONS FAMILY SOLUTIONS INC. [ BFAM ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/17/2021</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/10/2021		G	V	47,322 <sup>(1)</sup>	D	\$0.00	142,411	D	
Common Stock	11/10/2021		G	V	15,774 <sup>(1)</sup>	A	\$0.00	19,806	I	By Irrevocable Trust
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Common Stock	11/17/2021		G	V	63,530 <sup>(1)</sup>	D	\$0.00	78,881	D	
Common Stock	11/17/2021		G	V	21,177 <sup>(1)</sup>	A	\$0.00	40,983	I	By Irrevocable Trust
Common Stock	11/17/2021		G	V	21,177 <sup>(1)</sup>	A	\$0.00	40,983	I	By Irrevocable Trust
Common Stock	11/17/2021		G	V	21,176 <sup>(1)</sup>	A	\$0.00	40,982	I	By Irrevocable Trust
Common Stock	12/17/2021		M		4,500	A	\$63.19	83,381	D	
Common Stock	12/17/2021		F		3,368 <sup>(2)</sup>	D	\$117.97	80,013	D	
Common Stock								4,241	I	David H Lissy 2019 Grantor Retained Annuity Trust
Common Stock								19,022	I	David H Lissy 2020 Grantor Retained Annuity Trust
Common Stock								9,125 <sup>(3)</sup>	I	David H. Lissy 2013 Trust

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Deemed Execution Date, if any (Month/Day/Year)	5. Transaction Code (Instr. 8)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities	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)
Option to Purchase Common Stock	\$63.19	12/17/2021		M		Common Stock	\$0.00	0.00	D	

**Explanation of Responses:**

1. These transactions involved a gift of securities to the reporting person's children's irrevocable trusts. The report person disclaims any beneficial ownership of these shares except for any pecuniary interest therein.
2. Shares withheld to pay the exercise price of the options and the payment of taxes.
3. Balance reflects shares transferred from existing Grantor Retained Annuity Trusts as part of annual annuity payments. These transfers are exempt from Section 16 reporting pursuant to Rule 16a-13.
4. The option to purchase shares is fully vested.

**Remarks:**

/s/ John Casagrande, as attorney in fact for David Lissy 12/21/2021

\*\* 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.**