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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

				or Se	ction	30(h	) of the	Investment	Cor	npany Ac	t of 1940		,				
1. Name and Address of Reporting Person* TOCIO MARY ANN					2. Issuer Name and Ticker or Trading Symbol BRIGHT HORIZONS FAMILY SOLUTIONS INC. [BFAM]									(Check all applicable)  X Director			Owner
(Last) (First) (Middle) C/O BRIGHT HORIZONS FAMILY SOLUTIONS INC					3. Date of Earliest Transaction (Month/Day/Year) 10/28/2014									below	Presiden	belo t and COO	
200 TALCOTT AVENUE SOUTH  (Street)					If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person				
WATERTOWN MA 02472													Person				
(S																	
	Tab	le I - N	Non-Deriv	ative	Sec	urit	ies A	cquired, [	)isį	posed o	of, or E	enef	icially	y Owne	d		
Diam's, (man's,					Execution Date,			Transacti Code (Ins						Securi Benefi Owned	ties cially I	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
								Code	v	Amount		or P	rice	Report Transa	ted action(s)	(Instr. 4)	(Instr. 4)
Common Stock 1				10/28/2014						20,00	00 A	\$	14.54	19	7,466	D	
Common Stock 10/28/2				2014	014			S <sup>(1)</sup>		20,00	00 I		\$44	17	7,466	D	
Common Stock 10/29/				014			M <sup>(1)</sup>		8,80	0 A	\$	14.54	18	6,266	D		
Common Stock 10/29/2				2014	014			<b>S</b> <sup>(1)</sup>		8,80	0 I	) :	\$44.5	17	7,466	D	
Common Stock 10/30/20				2014	)14			M <sup>(1)</sup>		1,99	2 A	\$	14.54	179,458		D	
Stock								S <sup>(1)</sup>							7,466	D	
	Т	able II												Owned			
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)				on of E		Expiration	Expiration Date		Amount Securiti Underly Derivati	ount of curities derlying rivative curity (Instr. 3		of Derivative Security	derivative Securities Beneficial Owned Following Reported	Ownersh Form: Direct (D or Indire (I) (Instr.	Beneficial Ownership
				Code	v	(A)	(D)	Date Exercisable			Title	or Num of	ber				
\$14.54	10/28/2014			<b>M</b> <sup>(1)</sup>			20,000	(2)	09	9/02/2018	Commor Stock	20,	000	\$0	140,255	5 D	
\$14.54	10/29/2014			M <sup>(1)</sup>			8,800	(2)	09	9/02/2018	Common Stock	8,8	00	\$0	131,455	5 D	
\$14.54	10/28/2014			M <sup>(1)</sup>			1,992	(2)	09	9/02/2018	Commor Stock	1,9	92	\$0	129,463	3 D	
	(Fight Horizon Country (Institute of Security	(First) (GHT HORIZONS FAMILY LCOTT AVENUE SOUTH  TOWN MA  (State)  Tab Security (Instr. 3)  Stock Stoc	(First) (Middle) (GHT HORIZONS FAMILY SOLU LCOTT AVENUE SOUTH  TOWN MA 02472  (State) (Zip)  Table I - I Security (Instr. 3)  Stock	(First) (Middle)  IGHT HORIZONS FAMILY SOLUTIONS  LCOTT AVENUE SOUTH  TOWN MA 02472  (State) (Zip)  Table I - Non-Deriv  Security (Instr. 3) 2. Transact Date (Month/Da)  Stock 10/28/2  Stock 10/29/2  Stock 10/29/2  Stock 10/30/2  Table II - Derivate (e.g., p  Conversion or Exercise Price of Date (Month/Day/Year)  Price of Derivative Security (Month/Day/Year)  \$14.54 10/28/2014	2. Iss   SO   MARY ANN   SO   SO   MARY ANN   MA   MARY AVENUE SOUTH   Security (Instr. 3)	Code   Code	Code   Indicate   In	2. Issuer Name and The BRIGHT HOR SOLUTIONS	Code   Code	Code   V   Code   Code	Address of Reporting Person   Disposed (Month/Day/Year)   Disposed (Month/Day/Year)	Security (Instr. 3)	Address of Reporting Person   DMARY ANN	2.   Issuer Name and Ticker or Trading Symbol   BRIGHT HORIZONS FAMILY   SOLUTIONS   INC.   BFAM   INC.   BFAM   SOLUTIONS   INC.   BFAM   SOLUTIONS   INC.   BFAM   INC.   BFAM	Address of Reporting Person   DMARY ANN   Security (Instr. 3)   COTT AVENUE SOUTH   A life in the late of Original Field (Month/Day/Year)   Security (Instr. 3)   Cott   A life in the late of Original Field (Month/Day/Year)   Cott   A life in the late of Original Field (Month/Day/	Address of Reporting Person   DMARY ANN   C(First) (Modide)   (Cfirst) (Modide)   (Cfirst) (Modide)   (Cfirst) (Modide)   (Cfirst) (Modiff HORIZONS FAMILY SOLUTIONS   COTT AVENUE SOUTH	2

## Explanation of Responses:

- 1. These trades were made pursuant to a Rule 10b5-1 trading plan.
- 2. On May 2, 2012, the reporting person received in exchange for an earlier grant an option to purchase 502,590 shares of the registrant's common stock subject to time and performance vesting criteria. The time and performance criteria have been met with respect to this award.

## Remarks:

/s/ John Casagrande, attorneyin-fact for Mary Ann Tocio 10/30/2014

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.