

MASON LINDA A
Form 3
January 24, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â MASON LINDA A

(Last) (First) (Middle)

C/O BRIGHT HORIZONS
FAMILY SOLUTIONS
INC,Â 200 TALCOTT AVENUE
SOUTH

(Street)

WATERTOWN,Â MAÂ 02472

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
01/24/2013

3. Issuer Name **and** Ticker or Trading Symbol
BRIGHT HORIZONS FAMILY SOLUTIONS INC.
[BFAM]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 177,103 | I | By Linda A. Mason Trust, dated August 7, 1996 |
| Common Stock | 34,712 | I | By Roger H. Brown Trust, dated August 7, 1996 |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Option to Purchase Common Stock | 05/28/2008 | 02/19/2014 | Common Stock | 7,320 | \$ 2.56 | D | Â |
| Option to Purchase Common Stock | 05/28/2008 | 02/19/2014 | Common Stock | 950 | \$ 4.93 | D | Â |
| Option to Purchase Common Stock | Â <u>(1)</u> | 09/02/2018 | Common Stock | 28,684 | \$ 14.54 | D | Â |
| Option to Purchase Common Stock | Â <u>(1)</u> | 09/02/2018 | Common Stock | 3,722 | \$ 12 | D | Â |
| Option to Purchase Common Stock | 04/04/2012 | 04/04/2022 | Common Stock | 4,540 | \$ 14.54 | D | Â |
| Option to Purchase Common Stock | 04/04/2012 | 04/04/2022 | Common Stock | 589 | \$ 12 | D | Â |
| Option to Purchase Common Stock | 05/28/2008 | 02/19/2014 | Common Stock | 71,165 | \$ 2.56 | I | By Spouse |
| Option to Purchase Common Stock | 05/28/2008 | 02/19/2014 | Common Stock | 9,235 | \$ 4.93 | I | By Spouse |
| Option to Purchase Common Stock | Â <u>(2)</u> | 09/02/2018 | Common Stock | 8,622 | \$ 14.54 | I | By Spouse |
| Option to Purchase Common Stock | Â <u>(2)</u> | 09/02/2018 | Common Stock | 1,119 | \$ 12 | I | By Spouse |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MASON LINDA A C/O BRIGHT HORIZONS FAMILY SOLUTIONS INC 200 TALCOTT AVENUE SOUTH WATERTOWN,Â MAÂ 02472 | Â X | Â | Â | Â |

Signatures

/s/ John Casagrande, attorney-in-fact for Linda
Mason

01/24/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) The option to purchase 28,684 shares of common stock is vested as to 22,947 shares and the option to purchase 3,722 shares of common stock is vested as to 2,977 shares. The remaining portion of each option award is eligible to vest and become exercisable on May 28, 2013.

(2) The option to purchase 8,622 shares of common stock is vested as to 6,898 shares and the option to purchase 1,119 shares of common stock is vested as to 895 shares. The remaining portion of each option award is eligible to vest and become exercisable on May 28, 2013.

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Remarks:

ExhibitÂ List,

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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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