



Edgar Filing: BRIGHT HORIZONS FAMILY SOLUTIONS INC - Form SC 13G/A

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION  
United States

|   |     |                          |         |
|---|-----|--------------------------|---------|
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON WITH | (5) | SOLE VOTING POWER        | -0-     |
|   | (6) | SHARED VOTING POWER      | 594,623 |
|   | (7) | SOLE DISPOSITIVE POWER   | -0-     |
|   | (8) | SHARED DISPOSITIVE POWER | 594,623 |

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
594,623

(10) CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
4.82%

(12) TYPE OF REPORTING PERSON\*  
IN

\*SEE INSTRUCTION BEFORE FILLING OUT!

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|            |  |  |
|------------|--|--|
| Item 1(a). | Name of Issuer:  | Bright Horizons Family Solutions, Inc. ("BFAM")      |
| Item 1(b). | Address of Issuer's Principal Executive Offices:             | 200 Talcott Avenue South<br>Watertown, MA 02472-9177 |
| Item 2(a). | Name of Person Filing:                                       | Roger H. Brown                                       |
| Item 2(b). | Address of Principal Business Office or, if none, Residence: | 200 Talcott Avenue South<br>Watertown, MA 02472-9177 |

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Item 2(c). Organization/Citizenship: United States citizen

Item 2(d). Title of Class of Securities: Common stock, \$.01 par value ("Common Stock")

Item 2(e). CUSIP Number: 109195 10 7

Item 3. Inapplicable.

Item 4. Ownership.

| Person         | Total Shares of Common Stock Beneficially Owned | Percent of Class (1) | Sole Voting Power | Shared Voting Power |
|----------------|---|----------------------|-------------------|---------------------|
| Roger H. Brown | 594,623 (2)                                     | 4.82%                | --                | 594,623             |

(1) Based on approximately 12,069,857 shares of Common Stock outstanding as of December 31, 2000, plus 260,186 shares of Common Stock subject to options beneficially held by Mr. Brown, which are exercisable within 60 days of December 31, 2000.

(2) Includes 198,712 shares held by Mr. Brown as trustee of the Roger H. Brown, Jr. Trust, 135,725 shares held by his spouse as trustee of the Linda A. Mason Trust, and 260,186 shares which Mr. Brown had the right to beneficially acquire within 60 days of December 31, 2000 upon exercise of options (83,039 of which were held by his spouse).

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Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [x].

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Inapplicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Inapplicable.

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Item 8. Identification and Classification of Members of the Group.

Inapplicable.

Item 9. Notice of Dissolution of Group.

Inapplicable.

Item 10. Certifications.

Inapplicable.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

03/28/01

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Date

/s/ Roger H. Brown

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(Signature)

Roger H. Brown, Chief Executive Officer of BFAM

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(Name/Title)