Thompson Kevin Barry Form 4 December 06, 2012

# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

STATEMENT OF CHANGES IN 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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Thompson Kevin Barry Issuer Symbol Verisk Analytics, Inc. [VRSK] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner \_X\_\_ Officer (give title Other (specify C/O VERISK ANALYTICS, 12/04/2012 below) **INC., 545 WASHINGTON** SVP - Insurance Services **BOULEVARD** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

**OMB APPROVAL** 

3235-0287

January 31,

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JERSEY CITY, NJ 07310

(City)	(State)	(Zip) Tab	le I - Non-	Derivative S	ecurit	ies Acqui	red, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	Fransaction Disposed of Code (Instr. 3, 4 and Instr. 8)		0)	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)
Class A Common Stock	12/04/2012		Code V  M	Amount 85,000	(D)	Price \$ 8.74	111,158	D	
Class A Common Stock	12/04/2012		M	72,450	A	\$ 11.3	183,608	D	
Class A Common Stock	12/04/2012		S	157,450	D	\$ 48.58 (1)	26,158	D	
Class A	12/05/2012		M	17,550	A	\$ 11.3	43,708	D	

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Common Stock							
Class A Common Stock	12/05/2012	M	33,250	A	\$ 15.1	76,958	D
Class A Common Stock	12/05/2012	S	50,800	D	\$ 48.87 (2)	26,158	D
Class A Common Stock	12/06/2012	M	56,750	A	\$ 15.1	82,908	D
Class A Common Stock	12/06/2012	M	100,000	A	\$ 17.24	182,908	D
Class A Common Stock	12/06/2012	M	93,750	A	\$ 16.1	276,658	D
Class A Common Stock	12/06/2012	S	250,500	D	\$ 49.03 (3)	26,158	D

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

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(9-02)

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 or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exer Expiration D (Month/Day/	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 8.74	12/04/2012		M		85,000	<u>(5)</u>	03/01/2015	Class A Common Stock	85,000
Stock Option	\$ 11.3	12/04/2012		M		72,450	<u>(5)</u>	03/01/2016	Class A Common Stock	72,450
	\$ 11.3	12/05/2012		M		17,550	<u>(5)</u>	03/01/2016		17,550

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Stock Option							Class A Common Stock	
Stock Option	\$ 15.1	12/05/2012	M	33,250	<u>(5)</u>	03/01/2017	Class A Common Stock	33,250
Stock Option	\$ 15.1	12/06/2012	M	56,750	<u>(5)</u>	03/01/2017	Class A Common Stock	56,750
Stock Option	\$ 17.24	12/06/2012	M	100,000	(5)	03/01/2018	Class A Common Stock	100,000
Stock Option	\$ 16.1	12/06/2012	M	93,750	(5)	04/01/2019	Class A Common Stock	93,750

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Thompson Kevin Barry C/O VERISK ANALYTICS, INC. 545 WASHINGTON BOULEVARD JERSEY CITY, NJ 07310

**SVP** - Insurance Services

### **Signatures**

/s/ Kenneth E. Thompson, Attorney-in-Fact

12/06/2012

\*\*Signature of Reporting Person Date

### **Explanation of Responses:**

- \* 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).
- This sale price is a weighted average sale price that represents the sale of these shares of Class A Common Stock at prices ranging from \$48.31 to \$49.76, inclusive. The reporting person undertakes to provide upon request by the SEC staff, the Issuer or any security holder of the Issuer, full information regarding the number of shares of Class A Common Stock sold at each separate price within the ranges set forth in this footnote (1).
- This sale price is a weighted average sale price that represents the sale of these shares of Class A Common Stock at prices ranging from \$48.52 to \$49.01, inclusive. The reporting person undertakes to provide upon request by the SEC staff, the Issuer or any security holder of the Issuer, full information regarding the number of shares of Class A Common Stock sold at each separate price within the ranges set forth in this footnote (2).
- This sale price is a weighted average sale price that represents the sale of these shares of Class A Common Stock at prices ranging from \$48.84 to \$49.23, inclusive. The reporting person undertakes to provide upon request by the SEC staff, the Issuer or any security holder of the Issuer, full information regarding the number of shares of Class A Common Stock sold at each separate price within the ranges set forth in this footnote (3).
- (4) Stock Options outstanding under the Issuer's 1996 Incentive Plan.

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#### (5) Immediately.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.