

Verisk Analytics, Inc.
Form 3
January 11, 2017

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

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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)

| | | | | | |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>1. Name and Address of Reporting Person *</p> <p>Â McConnell Glenn A.</p> <p>(Last) (First) (Middle)</p> <p>C/O VERISK ANALYTICS, INC,Â 545 WASHINGTON BOULEVARD</p> <p>(Street)</p> <p>JERSEY CITY,Â NJÂ 07310</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/01/2017</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Verisk Analytics, Inc. [VRSK]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Principal Accounting Officer</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

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 | 27,481 ⁽¹⁾ | D | Â |

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)

| 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 | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|-----------------------------------------------|-------------------------------------------------------------|--------------------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------|----------------------------------------------------------|
|-----------------------------------------------|-------------------------------------------------------------|--------------------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------|----------------------------------------------------------|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-------------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Stock Option <u>(2)</u> | Â <u>(3)</u> | 03/01/2018 | Common Stock | 30,000 | \$ 17.24 | D | Â |
| Stock Option <u>(2)</u> | Â <u>(3)</u> | 04/01/2019 | Common Stock | 35,000 | \$ 16.1 | D | Â |
| Stock Option <u>(4)</u> | Â <u>(3)</u> | 10/06/2019 | Common Stock | 25,000 | \$ 22 | D | Â |
| Stock Option <u>(4)</u> | Â <u>(3)</u> | 04/01/2020 | Common Stock | 16,500 | \$ 28.2 | D | Â |
| Stock Option <u>(4)</u> | Â <u>(3)</u> | 04/01/2021 | Common Stock | 11,092 | \$ 33.3 | D | Â |
| Stock Option <u>(4)</u> | Â <u>(3)</u> | 04/01/2022 | Common Stock | 6,387 | \$ 46.97 | D | Â |
| Stock Option <u>(4)</u> | Â <u>(5)</u> | 04/01/2023 | Common Stock | 6,775 | \$ 61.14 | D | Â |
| Stock Option <u>(6)</u> | Â <u>(7)</u> | 04/01/2024 | Common Stock | 10,524 | \$ 59.74 | D | Â |
| Stock Option <u>(6)</u> | Â <u>(8)</u> | 04/01/2025 | Common Stock | 9,717 | \$ 71.53 | D | Â |
| Stock Option <u>(6)</u> | Â <u>(9)</u> | 04/01/2026 | Common Stock | 8,798 | \$ 80.19 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|------------------------------------------------------------------------------------------------------|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| McConnell Glenn A. C/O VERISK ANALYTICS, INC 545 WASHINGTON BOULEVARD JERSEY CITY, NJ 07310 | Â | Â | Â Principal Accounting Officer | Â |

Signatures

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

01/11/2017

**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) This amount includes 4,481 restricted shares of Common Stock that were granted under the Issuer's 2009 Equity Incentive Plan and 2013 Equity Incentive Plan. Subject to the terms of the Issuer's 2009 Equity Incentive Plan and 2013 Equity Incentive Plan and the applicable

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award agreements thereunder, these restricted shares vest in four equal installments on the first, second, third and fourth anniversaries of their respective grant dates.

- (2) Stock Options outstanding under the Issuer's 1996 Incentive Plan.
- (3) Immediately.
- (4) Stock Options outstanding under the Issuer's 2009 Equity Incentive Plan.
- (5) 5,081 shares of Common Stock underlying this Stock Option are immediately exercisable. The remaining 1,694 shares will become exercisable on 4/1/2017.
- (6) Stock Options outstanding under the Issuer's 2013 Equity Incentive Plan.
- (7) 5,262 shares of Common Stock underlying this Stock Option are immediately exercisable. The remaining 5,262 shares will become exercisable as follows: 2,631 shares on 4/1/2017, and 2,631 shares on 4/1/2018.
- (8) 2,429 shares of Common Stock underlying this Stock Option are immediately exercisable. The remaining 7,288 shares will become exercisable as follows: 2,429 shares on 4/1/2017, 2,429 shares on 4/1/2018 and 2,430 shares on 4/1/2019.
- (9) The 8,798 shares of Common Stock underlying this Stock Option will become exercisable as follows: 2,199 shares on 4/1/2017, 2,199 shares on 4/1/2018, 2,200 shares on 4/1/2019, and 2,200 shares of 4/1/2020.

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.