

Stephenson Scott G
Form 4
October 08, 2009

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Stephenson Scott G

(Last) (First) (Middle)

C/O VERISK ANALYTICS,
INC., 545 WASHINGTON
BOULEVARD

(Street)

JERSEY CITY, NJ 07310-1686

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Verisk Analytics, Inc. [VRSK]

3. Date of Earliest Transaction
(Month/Day/Year)
10/06/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
EVP AND COO

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 Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|---|
| | | | | Code V | Amount | (A) or (D) | Price | |
| Class A Common Stock | 10/06/2009 | | S ⁽¹⁾ | 703,000 | D | \$ 22 ⁽²⁾ | 489,500 | D |

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

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

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| 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 Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Code (Instr. 9) | 9. V (Instr. 10) | 10. (A) (Instr. 10) | 11. (D) (Instr. 10) | 12. Date Exercisable (Instr. 10) | 13. Expiration Date (Instr. 10) | 14. Title (Instr. 10) | 15. Amount or Number of Shares (Instr. 10) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|--------------------------|------------------------|---------------------------|---------------------------|----------------------------------------|---------------------------------------|--------------------------|-----------------------------------------------------|
| Stock Option <u>(3)</u> | \$ 22 <u>(4)</u> | 10/06/2009 | | A | 225,000 | <u>(5)</u> 10/06/2019 | Class A Common Stock | | | | | | | | 225,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|------------------------------------------------------------------------------------------------------------|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Stephenson Scott G C/O VERISK ANALYTICS, INC. 545 WASHINGTON BOULEVARD JERSEY CITY, NJ 07310-1686 | | | EVP AND COO | |

Signatures

/s/ Kenneth E. Thompson,
 Attorney-in-Fact
10/08/2009

__Signature of Reporting PersonDate

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).
- (1) Sale in the Issuer's Initial public offering.
- (2) Public offering price.
- (3) This stock option was granted in connection with the initial public offering of the Issuer under the Issuer's 2009 Equity Incentive Plan.
- (4) Public offering price.
- (5) This stock option is subject to the following vesting schedule: 56,250 shares will vest on 10/06/2010, 56,250 shares will vest on 10/06/2011, 56,250 shares will vest on 10/06/2012, and 56,250 shares will vest on 10/06/2013.

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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