

Verisk Analytics, Inc.
Form 4
July 10, 2017

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.
See Instruction
1(b).

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
LEHMAN JOHN F

(Last) (First) (Middle)

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

(Street)

JERSEY CITY, NJ 07310

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
07/01/2017

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)

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock ⁽¹⁾	07/01/2017		A	859 A \$ 0	103,182	D	
Common Stock					28,863	I	Through Trust ⁽²⁾
Common Stock					75,616	I	Through Trust ⁽³⁾
Common Stock					58,477	I	Through Trust ⁽⁴⁾
Common Stock					63,602	I	Through Trust ⁽⁵⁾

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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 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. S
				Code	V	(A)	(D)	Amount or Number of Shares
Stock Option (6)	\$ 84.37	07/01/2017		A		4,256	(7) 07/01/2027	Common Stock 4,256
Stock Option (8)	\$ 84.37	07/01/2017		A		6,455	07/01/2017 07/01/2027	Common Stock 6,455

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEHMAN JOHN F C/O VERISK ANALYTICS, INC. 545 WASHINGTON BOULEVARD JERSEY CITY, NJ 07310			X	

Signatures

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

07/10/2017

**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).

(1) These deferred stock units of Common Stock were granted under the Issuer's 2013 Equity Incentive Plan. Subject to the terms of the Issuer's 2013 Equity Incentive Plan and the applicable award agreement thereunder, these deferred stock units entitle the reporting person

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to 859 shares of Common Stock at the end of his service to the Board of the Issuer. These deferred stock units vest monthly ratably over of period of 12 months from the grant date.

- (2) These shares are owned by the Lehman Business Trust, of which John F. Lehman is the trustee. Mr. Lehman disclaims beneficial ownership of any shares beneficially owned by the trust except to the extent of his pecuniary interest therein.
- (3) These shares of Common Stock are held directly by the John F. Lehman Jr. 2010 Seven Year Grantor Retained Annuity Trust.
- (4) These shares are held directly by the John F. Lehman Jr. Irrevocable Remainder Trust.
- (5) These shares are held directly by the John F. Lehman & Barbara W. Lehman Ten Ent.
- (6) The reporting person was awarded the reported stock options under the Issuer's 2013 Equity Incentive Plan. These stock options vest monthly ratably over a period of 12 months from the grant date.
- (7) Exercisable upon the earlier of (i) the first anniversary of the grant date or (ii) the end of the reporting person's service to the Board of the Issuer.
- (8) The reporting person elected to receive the reported stock options under the Issuer's 2013 Equity Incentive Plan as part of his annual retainer.

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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