

Verisk Analytics, Inc.
Form 4
December 16, 2016

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 *
McCarthy Vincent de P.

(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)
12/15/2016

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify
below) below)

SVP, Corp Dev & Strategy

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 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)
Common Stock	12/15/2016		M	23,200	A \$ 22 55,149	D	
Common Stock	12/15/2016		S	23,200	D \$ 81.72 31,949	D	
Common Stock	12/15/2016		M	17,500	A \$ 28.2 49,449	D	
Common Stock	12/15/2016		S	17,500	D \$ 81.72 31,949	D	

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Common Stock	12/15/2016	M	17,500	A	\$ 28.2	49,449	D
Common Stock	12/15/2016	S	11,631	D	\$ 81.92 (3)	37,818	D

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

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SEC 1474
(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. Amount or Number of Shares	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option ⁽⁴⁾	\$ 22	12/15/2016		M		23,200		⁽⁵⁾	10/06/2019	Common Stock	23,200
Stock Option ⁽⁴⁾	\$ 28.2	12/15/2016		M		17,500		⁽⁵⁾	04/01/2020	Common Stock	17,500
Stock Option ⁽⁴⁾	\$ 28.2	12/15/2016		M		17,500		⁽⁵⁾	04/01/2020	Common Sotck	17,500

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
McCarthy Vincent de P. C/O VERISK ANALYTICS, INC. 545 WASHINGTON BOULEVARD JERSEY CITY, NJ 07310	SVP, Corp Dev & Strategy

Signatures

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

12/16/2016

__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) This sale price is a weighted average sale price that represents the sale of these shares of Common Stock at prices ranging from \$81.27 to \$82.20, 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 Common Stock sold at each separate price within the ranges set forth in this footnote (1).

(2) This sale price is a weighted average sale price that represents the sale of these shares of Common Stock at prices ranging from \$81.27 to \$82.20, 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 Common Stock sold at each separate price within the ranges set forth in this footnote (2).

(3) This sale price is a weighted average sale price that represents the sale of these shares of Common Stock at prices ranging from \$81.64 to \$82.21, 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 Common Stock sold at each separate price within the ranges set forth in this footnote (3).

(4) Stock Options outstanding under the Issuer's 2009 Equity Incentive Plan.

(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.

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