

IHS Inc.  
Form 4  
July 12, 2016

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**STEAD JERRE L**

(Last) (First) (Middle)

**C/O IHS INC., 15 INVERNESS WAY EAST**

(Street)

**ENGLEWOOD, CO 80112**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**IHS Inc. [IHS]**

3. Date of Earliest Transaction (Month/Day/Year)  
**07/12/2016**

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)  
**CEO and Chairman of the Board**

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)		
			Code	V	Amount	(A) or (D)	Price		
Class A Common Shares	03/24/2016		G	V	54,550	D	\$ 0 123,328	D	
Class A Common Shares	05/16/2016		G	V	4,000	D	\$ 0 119,328	D	
Class A Common Shares	07/12/2016 <sup>(1)</sup>		D		119,328	D	<u>(2)</u> 0	D	
Class A Common	07/12/2016 <sup>(1)</sup>		D		258,889	D	<u>(3)</u> 0	I	By JMJS Group - II



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by IHS Markit and was converted into 3.5566 RSUs of IHS Markit (rounded up to the nearest whole share) with the same terms and conditions as were in effect immediately prior to the completion of the Merger.

- Disposed of pursuant to the Merger Agreement in which each share of indirectly held IHS common stock issued and outstanding
- (3) immediately prior to the consummation of the Merger was converted into 3.5566 shares of indirectly held IHS Markit common shares with cash paid in lieu of fractional shares.

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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