

Bay Annell R
Form 4/A
July 09, 2018

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 *
Bay Annell R

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
07/01/2018

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

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

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
07/05/2018

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

JERSEY CITY, NJ 07310-1686

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Common Stock ⁽¹⁾ | 07/01/2018 | | A | | 1,080 <u>(2)</u> | A | \$ 0 3,018 D |
| Common Stock ⁽³⁾ | 07/01/2018 | | A | | 836 | A | \$ 0 3,854 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)

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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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (4) | \$ 107.64 | 07/01/2018 | | A | 1,582 (5) | (6) 07/01/2028 | Common Stock | 1,582 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Bay Annell R C/O VERISK ANALYTICS, INC. 545 WASHINGTON BOULEVARD JERSEY CITY, NJ 07310-1686 | | X | | |

Signatures

/s/ Kenneth E. Thompson,
Attorney-in-Fact
Date: 07/09/2018

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 to 1,080 shares of Common Stock at the end of her service to the Board of the Issuer. These deferred stock units vest monthly ratably over a period of 12 months from the grant date.
 - (2) This Amended Form 4 is being filed because the original Form 4 filed on July 5, 2018 inadvertently reported 674 deferred stock units granted.
 - (3) The reporting person elected to receive the reported shares under the Issuer's 2013 Equity Incentive Plan as part of his annual retainer.
 - (4) 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.
 - (5) This Amended Form 4 is being filed because the original Form 4 filed on July 5, 2018 inadvertently reported 2,957 stock options awarded.

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- (6) 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.

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.