

Thompson Kenneth E
Form 4
August 31, 2011

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 *
Thompson Kenneth E

(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)
08/29/2011

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)
EVP, Gen Counsel and Corp Sec

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 (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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|
| | | | | (A) or (D) | Price | | | |
| | | | | Code | V | Amount | | |
| Class A Common Stock | 08/29/2011 | | M | 8,645 | A | \$ 13.62 | 15,402 | D |
| Class A Common Stock | 08/29/2011 | | S | 8,645 | D | \$ 34 | 6,757 | D |
| Class A Common Stock | 08/30/2011 | | M | 50,000 | A | \$ 13.62 | 56,757 | D |
| Class A Common Stock | 08/30/2011 | | S | 50,000 | D | \$ | 6,757 | D |

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| | | | | | | | | |
|----------------------|------------|--|---|--------|---|---------------|--------|---|
| Common Stock | | | | | | 34.62 | | |
| | | | | | | <u>(1)</u> | | |
| Class A Common Stock | 08/31/2011 | | M | 19,600 | A | \$ 13.62 | 26,357 | D |
| Class A Common Stock | 08/31/2011 | | S | 19,600 | D | \$ <u>(2)</u> | 6,757 | D |

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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option <u>(3)</u> | \$ 13.62 | 08/29/2011 | | M | 8,645 | <u>(4)</u> 10/02/2016 | Class A Common Stock | 8,645 |
| Stock Option <u>(3)</u> | \$ 13.62 | 08/30/2011 | | M | 50,000 | <u>(4)</u> 10/02/2016 | Class A Common Stock | 50,000 |
| Stock Option <u>(3)</u> | \$ 13.62 | 08/31/2011 | | M | 19,600 | <u>(4)</u> 10/02/2016 | Class A Common Stock | 19,600 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Thompson Kenneth E C/O VERISK ANALYTICS, INC. 545 WASHINGTON BOULEVARD | | | EVP, Gen Counsel and Corp Sec | |

JERSEY CITY, NJ 07310

Signatures

/s/ Kenneth E.
Thompson

08/31/2011

__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 Class A Common Stock at prices ranging from \$34.50 to \$34.79, 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 Class A 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 Class A Common Stock at prices ranging from \$35.00 to \$35.09, 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 Class A Common Stock sold at each separate price within the ranges set forth in this footnote (2).
 - (3) Stock Options outstanding under the Issuer's 1996 Incentive Plan.
 - (4) Immediately.

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.