

DENNING STEVEN A

Form 4

September 24, 2009

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

OMB
Number: 3235-0287
Expires: January 31,
2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DENNING STEVEN A

(Last) (First) (Middle)

GENERAL ATLANTIC SERVICE
COMPANY, LLC, 3 PICKWICK
PLAZA

(Street)

GREENWICH, CT 06830

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
09/22/2009

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)
			Code	V	Amount	(A) or (D)	Price		
Class A Common Stock	09/23/2009		S		811,542	D	\$ 50.75	1,585,409 ⁽⁶⁾	I See Footnote ⁽¹⁾
Class A Common Stock	09/23/2009		S		235,069	D	\$ 50.75	1,585,409 ⁽⁶⁾	I See Footnote ⁽²⁾
Class A Common Stock	09/23/2009		S		66,403	D	\$ 50.75	1,585,409 ⁽⁶⁾	I See Footnote ⁽³⁾
Class A	09/23/2009		S		15,056	D	\$	1,585,409 ⁽⁶⁾	I See

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Common Stock					50.75				Footnote (4)
Class A Common Stock	09/22/2009	J	21,930	D	(5)	1,585,409	(6)	I	See Footnote (3)

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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DENNING STEVEN A
GENERAL ATLANTIC SERVICE COMPANY, LLC
3 PICKWICK PLAZA
GREENWICH, CT 06830

X

Signatures

/s/ Steven A.
Denning

09/24/2009

**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) By General Atlantic Partners, 82, L.P. ("GAP 82"). See footnote 6.
- (2) By GAP-W, LLC ("GAP-W"). See footnote 6.
- (3) By GAP Coinvestments III, LLC ("GAPCO III"). See footnote 6.
- (4) By GAP Coinvestments IV, LLC ("GAPCO IV"). See footnote 6.
- (5) Distribution of shares of Class A Common Stock to certain members of GAPCO III.

Amount of securities beneficially owned following September 23, 2009 reported transactions represents 901,235 shares owned by GAP 82, 569,359 shares owned by GAP-W, 98,096 shares owned by GAPCO III and 16,719 shares owned by GAPCO IV. General Atlantic LLC ("GA LLC") is the general partner of GAP 82 and General Atlantic GenPar, L.P. ("GA GenPar"). GA GenPar is the manager of GAP-W. The Managing Directors of GA LLC are Managing Members of GAPCO III and GAPCO IV. Mr. Denning is Chairman and a Managing Director of GA LLC and a Managing Member of each of GAPCO III and GAPCO IV, and disclaims beneficial ownership of all shares reported herein except to the extent of his pecuniary interest in such 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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