

Verisk Analytics, Inc.
Form 8-K
May 17, 2018

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 16, 2018

VERISK ANALYTICS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-34480
(Commission File Number)

26-2994223
(IRS Employer Identification No.)

545 Washington Boulevard, Jersey City, NJ
(Address of principal executive offices)

07310
(Zip Code)

Registrant's telephone number, including area code: **(201) 469-3000**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07 Submission of Matters to a Vote of Security Holders

The following proposals were submitted to the holders of Common Stock of Verisk Analytics, Inc. (the Company) for a vote at the 2018 Annual Meeting of Stockholders held on May 16, 2018:

1. The election of four members of the Board of Directors;
2. The advisory, non-binding resolution to approve the compensation of the Company's named executive officers (say-on-pay); and
3. The ratification of the appointment of Deloitte & Touche LLP as the Company's independent auditors for the year ending December 31, 2018.

The results of such votes were as follows:

1. The Company's stockholders elected each of the four nominees to the Board of Directors for a three-year term by the following votes:

| Name of Nominee | Number of Votes | Number of Votes | Number of Votes | Number of Broker |
|----------------------|-----------------|-----------------|-----------------|------------------|
| | For | Against | Abstaining | Non-Votes |
| Samuel G. Liss | 138,116,220 | 4,394,734 | 729,123 | 6,336,535 |
| Therese M. Vaughan | 138,670,974 | 3,855,811 | 713,292 | 6,336,535 |
| Bruce Hansen | 139,907,863 | 3,287,612 | 44,602 | 6,336,535 |
| Kathleen A. Hogenson | 140,807,552 | 2,391,963 | 40,562 | 6,336,535 |

2. The Company's stockholders approved the compensation of the Company's named executive officers on an advisory, non-binding basis by the following votes:

| Number of Votes | Number of Votes | Number of Votes | Number of Broker |
|-----------------|-----------------|-----------------|------------------|
| For | Against | Abstaining | Non-Votes |
| 133,969,618 | 8,956,229 | 314,230 | 6,336,535 |

3. The Company's stockholders ratified the appointment of Deloitte & Touche LLP as the Company's independent auditors for the year ending December 31, 2018 by the following votes:

| Number of Votes | Number of Votes | Number of Votes |
|-----------------|-----------------|-----------------|
| For | Against | Abstaining |
| 147,030,377 | 2,414,675 | 131,560 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

VERISK ANALYTICS, INC.

Date: May 17, 2018

By: /s/ Kenneth E. Thompson
Name: Kenneth E. Thompson
Title: Executive Vice President, General Counsel and
Corporate Secretary