Verisk Analytics, Inc. Form 10-O April 30, 2019 **Table of Contents**

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

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF

For the quarterly period ended March 31, 2019

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from to Commission File Number: 001-34480

VERISK ANALYTICS, INC.

(Exact name of registrant as specified in its charter)

Delaware 26-2994223 (State or other jurisdiction of (I.R.S. Employer incorporation or organization) Identification No.)

545 Washington Boulevard

07310-1686 Jersey City, NJ (Address of principal executive offices) (Zip Code) (201) 469-3000

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Accelerated filer Large accelerated filer

Non-accelerated filer Smaller reporting company

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.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

As of April 26, 2019, there were 163,665,652 shares outstanding of the registrant's Common Stock, par value \$.001.

Table of Contents

Verisk Analytics, Inc. Index to Form 10-Q Table of Contents

	Page Number
PART I — FINANCIAL INFORMATION	
Item 1. Financial Statements (unaudited)	
Condensed Consolidated Balance Sheets	1
Condensed Consolidated Statements of Operations	2
Condensed Consolidated Statements of Comprehensive Income	<u>3</u>
Condensed Consolidated Statements of Changes in Stockholders' Equity	4
Condensed Consolidated Statements of Cash Flows	<u>5</u>
Notes to Condensed Consolidated Financial Statements	<u>6</u>
Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations	<u>23</u>
Item 3. Quantitative and Qualitative Disclosures About Market Risk	<u>32</u>
Item 4. Controls and Procedures	<u>32</u>
PART II — OTHER INFORMATION	
Item 1. Legal Proceedings	<u>33</u>
Item 1A. Risk Factors	<u>33</u>
Item 2. Unregistered Sales of Equity Securities and Use of Proceeds	<u>33</u>
Item 3. Defaults Upon Senior Securities	<u>33</u>
<u>Item 4. Mine Safety Disclosures</u>	<u>33</u>
<u>Item 5. Other Information</u>	<u>33</u>
Item 6. Exhibits	<u>34</u>
<u>SIGNATURES</u>	<u>35</u>
Exhibit 31.1	
Exhibit 31.2	

Table of Contents

PART I — FINANCIAL INFORMATION

Item 1. Financial Statements

VERISK ANALYTICS, INC.

CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)

As of March 31, 2019 and December 31, 2018

As of March 51, 2019 and December 51, 2018	2019	2018
	(in millions, except for share and per share data)	
ASSETS		
Current assets:	*	***
Cash and cash equivalents	\$179.5	\$139.5
Accounts receivable, net of allowance for doubtful accounts of \$6.5 and \$5.7,	438.6	356.4
respectively	50.0	
Prepaid expenses	59.8	63.9
Income taxes receivable	6.0	34.0
Other current assets	51.0	50.7
Total current assets	734.9	644.5
Noncurrent assets:	5577	<i>555</i> 0
Fixed assets, net	557.7 239.6	555.9
Operating lease right-of-use assets, net Intangible assets, net	1,249.0	1,227.8
Goodwill, net	3,431.7	3,361.5
Deferred income tax assets	11.4	11.1
Other assets	116.8	99.5
Total assets	\$6,341.1	\$5,900.3
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable and accrued liabilities	\$236.3	\$263.5
Short-term debt and current portion of long-term debt	180.5	672.8
Deferred revenues	602.1	383.1
Operating lease liabilities	37.0	
Income taxes payable	2.5	5.2
Total current liabilities	1,058.4	1,324.6
Noncurrent liabilities:		
Long-term debt	2,443.3	2,050.5
Deferred income tax liabilities	354.2	350.6
Operating lease liabilities	230.5	
Other liabilities	84.2	104.0
Total liabilities	4,170.6	3,829.7
Commitments and contingencies		
Stockholders' equity:		
Verisk common stock, \$.001 par value; 2,000,000,000 shares authorized; 544,003,038 shares issued and 163,652,594 and 163,970,410 shares outstanding, respectively	0.1	0.1
Additional paid-in capital	2,301.9	2,283.0
Treasury stock, at cost, 380,350,444 and 380,032,628 shares, respectively	(3,635.2)	(3,563.2)
Retained earnings	4,036.0	3,942.6

Accumulated other comprehensive losses	(532.3)	(591.9)
Total stockholders' equity	2,170.5	2,070.6
Total liabilities and stockholders' equity	\$6,341.1	\$5,900.3

The accompanying notes are an integral part of these condensed consolidated financial statements.

Table of Contents

VERISK ANALYTICS, INC.
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED)

Three Months
Ended March 31, 2019 2018