

IHS Inc.
Form 8-K
April 11, 2013

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): April 10, 2013

Commission file number 001-32511

IHS INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction of
Incorporation or Organization)

13 3769440
(I.R.S. Employer
Identification Number)

15 Inverness Way East
Englewood, CO 80112
(Address of principal executive offices)
(303) 790 0600
(Registrant's telephone number, including area code)

Former name or former address, if changed since last report: Not Applicable

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))
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Item 5.07. Submission of Matters to a Vote of Security Holders.

On April 10, 2013, IHS Inc. (the "Company") held its Annual Meeting of Stockholders in New York City, New York. At that meeting, the stockholders considered and acted upon three proposals pursuant to the Notice of Annual Meeting of Stockholders and as described in more detail in the Company's definitive proxy statement dated February 22, 2013 (the "Proxy Statement"). Of 65,762,712 shares eligible to vote as of February 14, 2013 (the "Record Date"), the holders of record of 61,514,402 shares were present at the meeting either in person or by proxy.

Proposal No. 1: Election of Directors. By the vote described below, the stockholders elected the following individuals as directors for three-year terms ending in 2016:

| Director | For | Against | Abstain | Broker Non-Votes |
|--------------------|------------|-----------|-----------|------------------|
| Roger Holtback | 54,119,876 | 4,021,736 | 1,441,501 | 1,931,289 |
| Jean-Paul Montupet | 57,254,202 | 102,243 | 2,226,668 | 1,931,289 |

Proposal No. 2: Ratification of the Appointment of Independent Registered Public Accountants. By the vote described below, the stockholders ratified the appointment of Ernst & Young LLP as our independent registered public accountants:

| For | Against | Abstain | Broker Non-Votes |
|------------|-----------|---------|------------------|
| 56,433,165 | 5,068,053 | 13,184 | N/A |

Proposal No. 3: Advisory Vote to Approve Executive Compensation. By the vote described below, the stockholders approved (on an advisory, nonbinding basis) the compensation of our named executive officers as disclosed in the proxy statement:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 58,270,390 | 936,678 | 370,537 | 1,936,797 |

With respect to Proposal No. 3, the "Say on Pay" advisory vote, the votes approving this proposal constituted 98.42% of the total shares voted at our annual meeting, or 88.61% of the votes eligible to vote. As approved by our stockholders at our 2011 Annual Meeting, and as approved by our Board of Directors, we will continue holding this advisory vote on an annual basis until the next required advisory vote on the frequency of such stockholder votes on executive compensation.

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 thereunto duly authorized.

IHS INC.

Date: April 11, 2013

By: /s/ Stephen Green
Stephen Green
Executive Vice President, Legal and
Corporate Secretary