

IHS Inc.  
Form 8-K  
October 21, 2014

---

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): October 21, 2014

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))
-

Item 8.01. Other Events.

On October 21, 2014, IHS Inc., a Delaware Corporation (the “Company”), announced that it intends to offer, subject to market and other conditions, \$500 million in aggregate principal amount of senior notes due 2022 (the “Notes”) in a private placement transaction pursuant to Rule 144A and Regulation S under the Securities Act of 1933, as amended (the “Securities Act”). The Company intends to use the net proceeds from the offering of the Notes to repay all amounts outstanding under its existing \$250 million unsecured term loan and to repay a portion of the \$850 million of outstanding borrowings under its new \$1.3 billion senior unsecured revolving facility (the “2014 revolving facility”).

As previously disclosed, on October 17, 2014, the Company borrowed approximately \$850 million under the 2014 revolving facility and, together with cash on hand, repaid all amounts outstanding and cancelled all commitments under its 2011 credit facility. Following consummation of the offering of the Notes and use of proceeds therefrom, the Company expects to have approximately \$1.8 billion of indebtedness outstanding.

---

The Notes have not been registered under the Securities Act and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements thereunder. Pursuant to Rule 135c of the Securities Act, the Company is filing herewith the press release dated October 21, 2014.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press Release dated October 21, 2014, announcing the proposed offering of the Notes.

---

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.

October 21, 2014

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