

**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 22, 2019

**IHS MARKIT LTD.**

(Exact name of registrant as specified in its charter)

<b>Bermuda</b> (State or other jurisdiction of incorporation)	<b>001-36495</b> (Commission File Number)	<b>98-1166311</b> (IRS Employer Identification No.)
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**4th Floor, Ropemaker Place  
25 Ropemaker Street  
London, England  
EC2Y 9LY**

(Address of principal executive offices and zip code)

**+44 20 7260 2000**

(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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol	Name of each exchange on which registered
Common Shares, \$0.01 par value per share	INFO	NASDAQ Global Select Market

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) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2).

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 7.01. REGULATION FD DISCLOSURE.**

On May 22, 2019, IHS Markit Ltd., a Bermuda company ("IHS Markit"), issued a media release to announce the exchange of a majority of the Technology, Media and Telecom intelligence business of IHS Markit for the Agribusiness Intelligence group of Informa PLC. IHS Markit confirmed in the media release that the transaction will not affect its capital allocation strategy to delever its debt ratio below 3.0x and complete \$500 million (USD) in share repurchases in 2019. The media release is furnished as an exhibit to this Form 8-K and is incorporated herein by reference. In addition, the media release has been distributed through a newswire release and is posted on the IHS Markit website ([www.ihsmarkit.com](http://www.ihsmarkit.com)).

This information shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in any such filing.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

(d) Exhibits

<b>Exhibit Number</b>	<b>Description</b>
99.1	<a href="#">Media release dated May 22, 2019</a>

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**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 MARKIT LTD.**

Date: May 22, 2019

By: /s/ Todd S. Hyatt  
Name: Todd S. Hyatt  
Title: Executive Vice President and Chief  
Financial Officer



## News Release

**News Media Contact:**

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### IHS Markit and Informa to Exchange Business Units

*Informa Agribusiness Intelligence to be transferred in full to IHS Markit and the majority of the IHS Markit TMT business to be transferred to Informa*

**LONDON** (May 22, 2019) - IHS Markit (Nasdaq: INFO), a world leader in critical information, analytics and solutions, and Informa (LSE: INF.L), the international exhibitions, events, information services and scholarly research group, today announced the exchange of the majority of the IHS Markit Technology, Media and Telecoms (TMT) intelligence business for Informa's Agribusiness Intelligence group.

"This agreement is very positive for both IHS Markit and Informa, increasing the focus of each company on core markets where it has particular strengths and a long-term commitment to invest and grow," said Lance Uggle, CEO of IHS Markit and Stephen A. Carter, Group Chief Executive, Informa PLC.

"The Informa Agribusiness Intelligence portfolio is a clear extension of our Chemical and Downstream businesses and builds our existing data, pricing, insights, forecasting and news services within our Resources segment," continued Uggle. "Agriculture is the largest end chemical market in the world and this transaction expands our capabilities into fertilizers and chemical crop protection, while substantively expanding our capabilities in biofuels."

Carter added, "At Informa we are focused on improving our depth and specialisation around attractive customer markets. Our ambitions for Informa Tech will be further enhanced by the addition of the IHS Markit TMT portfolio, extending our customer and international reach, creating a strong platform for future growth."

The agreement values the two exchanged businesses at equivalent EBITDA multiples, with Informa contributing an additional \$30 million cash to IHS Markit to reflect the larger EBITDA contribution from the TMT business. IHS Markit will retain RootMetrics, its benchmarking business and a portion of its market intelligence business. Both transactions are expected to close in July 2019 and are subject to customary closing conditions, including US regulatory approval.

IHS Markit confirmed that the transaction will not affect its capital allocation strategy to delever its debt ratio below 3.0x and complete \$500 million (USD) in share repurchases in 2019.

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## Forward-Looking Statements

This communication contains “forward-looking statements” as defined in the Private Securities Litigation Reform Act of 1995. These statements, which express management’s current views concerning future business, events, trends, contingencies, financial performance, or financial condition, appear at various places in this communication and use words like “aim”, “anticipate”, “assume”, “believe”, “continue”, “could”, “estimate”, “expect”, “forecast”, “future”, “goal”, “intend”, “likely”, “may”, “might”, “plan”, “potential”, “predict”, “project”, “see”, “seek”, “should”, “strategy”, “strive”, “target”, “will” and “would” and similar expressions, and variations or negatives of these words. Examples of forward-looking statements include, among others, statements we make regarding: guidance and predictions relating to expected operating results, such as revenue growth and earnings; strategic actions such as acquisitions, joint ventures, and dispositions, the anticipated benefits therefrom, and our success in integrating acquired businesses; anticipated levels of capital expenditures in future periods; our belief that we have sufficient liquidity to fund our ongoing business operations; expectations of the effect on our financial condition of claims, litigation, environmental costs, contingent liabilities, and governmental and regulatory investigations and proceedings; and our strategy for customer retention, growth, product development, market position, financial results, and reserves. Forward-looking statements are neither historical facts nor assurances of future performance. Instead, they are based only on management’s current beliefs, expectations, and assumptions regarding the future of our business, future plans and strategies, projections, anticipated events and trends, the economy, and other future conditions. Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risks, and changes in circumstances that are difficult to predict and many of which are outside of our control. Important factors that could cause our actual results and financial condition to differ materially from those indicated in the forward-looking statements are more fully discussed under the caption “Risk Factors” in our Annual Report on Form 10-K, along with our other filings with the U.S. Securities and Exchange Commission (“SEC”). However, those factors should not be considered to be a complete statement of all potential risks and uncertainties. Unlisted factors may present significant additional obstacles to the realization of forward-looking statements. You are cautioned not to place undue reliance on these forward-looking statements, which are based only on information currently available to our management and speaks only as of the date of this communication. We do not assume any obligation to publicly provide revisions or updates to any forward-looking statements, whether as a result of new information, future developments or otherwise, should circumstances change, except as otherwise required by securities and other applicable laws. Please consult our public filings with the SEC or on our website at [investor.ihsmarkit.com](http://investor.ihsmarkit.com).

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## **About IHS Markit** ([www.ihsmarkit.com](http://www.ihsmarkit.com))

IHS Markit (Nasdaq: INFO) is a world leader in critical information, analytics and solutions for the major industries and markets that drive economies worldwide. The company delivers next-generation information, analytics and solutions to customers in business, finance and government, improving their operational efficiency and providing deep insights that lead to well-informed, confident decisions. IHS Markit has more than 50,000 business and government customers, including 80 percent of the Fortune Global 500 and the world’s leading financial institutions. Headquartered in London, IHS Markit is committed to sustainable, profitable growth.

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