RLI CORP Form 4 November 09, 2015

# FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16.

Form 4 or

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

Common

Stock

11/02/2015

(Print or Type Responses)

| STONE MICHAEL J Sym                  |   |  |                                     | er Name                                    |       | <b>d</b> Ticker o                     | or Trac | ding  | 5. Relationship of Reporting Person(s) to Issuer  |  |  |  |
|--------------------------------------|---|--|-------------------------------------|--|-------|---------------------------------------|---------|---|---|--|--|--|
| (Month/E                             |   |  | of Earliest Transaction n/Day/Year) |  |       |                                       |         | (Check all applicable)  _X_ Director 10% Owner Officer (give titleX_ Other (specify |   |  |  |  |
| 9023 IN. L                           |   |  | 11/02/2                             |  |       |                                       |         |   | below) Presiden   | below)<br>t RLI Insuran                                  | ce Co  |  |
|                                      |   |  |                                     | mendment, Date Original<br>Month/Day/Year) |       |                                       |         |   | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting |  |  |  |
| PEORIA,                              | IL 61615                                |  |                                     |  |       |                                       |         |   | Person  | Aore than One I  | Reporting  |  |
| (City)                               | (State)                                 | (Zip)  | Tab                                 | le I - N                                   | lon-l | Derivativ                             | e Seci  | ırities Ac  | quired, Disposed of   | f, or Benefici   | ally Owned   |  |
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution D<br>any<br>(Month/Day | Date, if                            | Code<br>(Instr.                            | 8)    | 4. Securi<br>n(A) or Di<br>(Instr. 3, | ispose  | d of (D)  | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)                         | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)              |  |
| Common<br>Stock                      | 11/02/2015                              |  |                                     | J <u>(1)</u>                               | V     | 1,904                                 | D       | \$<br>61.04   | 17,937.155  | I (2)  | M.J. Stone<br>Grantor<br>Retained<br>Annuity<br>Trust (M5)<br>dtd.<br>10/31/11 |  |
| Common<br>Stock                      | 11/02/2015                              |  |                                     | J <u>(1)</u>                               | V     | 1,904                                 | A       | \$<br>61.04   | 232,038.6051  | D (2)  |  |  |

 $J_{(3)}^{(3)}$  V 845

D

\$

61.04

22,511.55

M.J. Stone

Grantor Retained

I (2)

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|                 |  |         |         |                      |                                  |                                  |  |              | Annuity<br>Trust (M6)<br>dtd.<br>10/31/11                                      |
|-----------------|--|---------|---------|----------------------|----------------------------------|----------------------------------|--|--------------|--|
| Common<br>Stock | 11/02/2015                                     | J(3)    | V 8     | 345                  | A                                | \$<br>61.04                      | 232,883.6051   | D (2)        |  |
| Common<br>Stock | 11/06/2015                                     | G       | V 2     | 2,000                | D                                | \$<br>61.96                      | 230,883.6051   | D (2)        |  |
| Common<br>Stock |  |         |         |                      |                                  |                                  | 51,368.9154  | I            | By Empl.<br>Stock<br>Ownership<br>Plan (4)                                     |
| Common<br>Stock |  |         |         |                      |                                  |                                  | 57,017.8679  | I (2)        | By Trust   |
| Common<br>Stock |  |         |         |                      |                                  |                                  | 6,275  | I            | By Wife  |
| Common<br>Stock |  |         |         |                      |                                  |                                  | 510  | I            | By Wife,<br>Custodian<br>UTMA-FL   |
| Common<br>Stock |  |         |         |                      |                                  |                                  | 7,227  | I            | M.J. Stone<br>Grantor<br>Retained<br>Annuity<br>Trust (M7)<br>dtd.<br>01/30/13 |
| Common<br>Stock |  |         |         |                      |                                  |                                  | 8,559  | I            | M.J. Stone<br>Grantor<br>Retained<br>Annuity<br>Trust (M8)<br>dtd.<br>01/30/13 |
| Common<br>Stock |  |         |         |                      |                                  |                                  | 9,072  | I            | M.J. Stone<br>Grantor<br>Retained<br>Annuity<br>Trust (M9)<br>dtd.<br>01/30/13 |
| Reminder: Ro    | eport on a separate line for each class of sec | urities | benefic | Perso<br>information | ons v<br>matic<br>red t<br>ays a | vho resp<br>on conta<br>o respor | indirectly.  cond to the collectined in this form and unless the for all valid OMB cor | are not<br>m | SEC 1474<br>(9-02)   |

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#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exerc | cisable and | 7. Title | e and    | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|----------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | orNumber   | Expiration D  | ate         | Amou     | nt of    | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/   | Year)       | Underl   | lying    | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e             |             | Securit  | ties     | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities |               |             | (Instr.  | 3 and 4) |             | Own    |
|             | Security    |                     |                    |            | Acquired   |               |             |          |          |             | Follo  |
|             | ·           |                     |                    |            | (A) or     |               |             |          |          |             | Repo   |
|             |             |                     |                    |            | Disposed   |               |             |          |          |             | Trans  |
|             |             |                     |                    |            | of (D)     |               |             |          |          |             | (Instr |
|             |             |                     |                    |            | (Instr. 3, |               |             |          |          |             |        |
|             |             |                     |                    |            | 4, and 5)  |               |             |          |          |             |        |
|             |             |                     |                    |            |            |               |             |          | A        |             |        |
|             |             |                     |                    |            |            |               |             |          | Amount   |             |        |
|             |             |                     |                    |            |            | Date          | Expiration  |          | or       |             |        |
|             |             |                     |                    |            |            | Exercisable   | Date        |          | Number   |             |        |
|             |             |                     |                    | C 1 W      | (A) (D)    |               |             |          | of       |             |        |
|             |             |                     |                    | Code V     | (A) (D)    |               |             |          | Shares   |             |        |

## **Reporting Owners**

| Reporting Owner Name / Address |          |           | Relatio | nships |
|--------------------------------|----------|-----------|---------|--------|
|                                | Director | 10% Owner | Officer | Other  |

STONE MICHAEL J

9025 N. LINDBERGH DRIVE President RLI Insurance Co X

**PEORIA, IL 61615** 

## **Signatures**

/s/ Michael J.

11/09/2015 Stone \*\*Signature of Date Reporting Person

## **Explanation of Responses:**

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares distributed from the M.J. Stone Grantor Retained Annuity Trust (M5) to M.J. Stone
- (2) Ownership reflects dividend reinvestment
- (3) Shares distributed from the M.J. Stone Grantor Retained Annuity Trust (M6) to M.J. Stone
- (4) Balance reflects annual company contributions and dividend reinvestment.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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