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RLI CORP Form 4 May 17, 20										
								OM	IB APPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								N OMB Numbe	er: 3235-0287	
Check if no lo	this box	statement of changes in Beneficial ow						Expires	s: January 31, 2005	
subject Sectior Form 4	n 16. or							F Estima	ated average n hours per	
Form 5 obligations may continue. See Instruction 1(b). 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										
(Print or Type	e Responses)									
Diefenthaler Aaron Paul Syn			2. Issuer Name and Ticker or Trading Symbol RLI CORP [RLI]				5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle)			3. Date of Earliest Transaction				(Check all applicable)			
(Mo			(Month/Day/Year) 05/17/2013				Director 10% Owner Officer (give title 0ther (specify below) VP, CIO			
			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)			
PEORIA,	IL 61615	-		,			_X_ Form filed by Form filed by Person			
(City)	(State)	(Zip)	Table I - N	lon-Derivativ	e Secu	rities Ac	quired, Disposed	of, or Bene	ficially Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)			Code	r, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)				6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)		
Common Stock	05/17/2013		J <u>(1)</u>	6.5584		\$ 74.94	68.4246	I	By Executive Deferred Compensation	
Common Stock							1,600	D		
Common Stock							211.66	I	Employee Stock Ownership Plan - ESOP	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. l De Sea (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	\$ 67.61 (2)					02/01/2013(3)	02/01/2020	Common Stock	5,000	
Stock Option	\$ 63.7 <u>(2)</u>					05/03/2013(3)	05/03/2020	Common Stock	7,000	
Stock Option	\$ 71.84					05/02/2014(3)	05/02/2021	Common Stock	8,000	

Reporting Owners

Reporting Owner Name / Address	Relationships						
Treporting of their reality readers	Director	10% Owner	Officer	Other			
Diefenthaler Aaron Paul 9025 N. LINDBERGH DRIVE PEORIA, IL 61615			VP, CIO				
Signatures							
/s/ Aaron Paul Diefenthaler	05/17/20	13					
**Signature of Reporting Person	Date						

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) The securities herein were allocated to my account pursuant to the RLI Corp. Executive Deferred Compensation Agreement.

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- (2) Stock option grant price adjusted to reflect \$5 extraordinary dividend declared 11/14/12.
- (3) Pursuant to option schedule wherein 20% of the aggregate number of shares granted may be exercised commencing one year from grant date and each year thereafter in 20% increments.

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.