## Edgar Filing: RLI CORP - Form 4

if no lo subject Section Form 4 Form 5 obligati may co <i>See</i> Insi 1(b).	14 <b>VI 4</b> UNITED this box nger to 16. or Filed pu Section 17	MENT O rsuant to (a) of the	Wa F CHA Section Public U	ashing NGES SE( 16(a) o Jtility	g <b>ton</b> S IN CUI of the Hol	h, D.C. 2   BENEI RITIES he Secur	0549 FICL	AL OW Exchang	COMMISSION NERSHIP OF ge Act of 1934, of 1935 or Section 40	OMB Number: Expires: Estimated burden ho response.	ours per	
(Print or Type	e Responses)											
				2. Issuer Name <b>and</b> 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)			
				(Month/Day/Year) 07/24/2014					_X_ Director 10% Owner _X_ Officer (give title Other (specify below) below) President			
	(Street)					Date Origin	al		6. Individual or Jo Applicable Line)	int/Group Fil	ing(Check	
PEORIA, IL 61615				_X_ Form fi					_X_ Form filed by C Form filed by N	by One Reporting Person by More than One Reporting		
(City)	(State)	(Zip)	Tal	ble I - N	lon-	Derivativo	e Secu	irities Ac	quired, Disposed of	, or Benefici	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	Code (Instr.	8)	4. Securi on(A) or Di (Instr. 3, Amount	spose 4 and (A) or	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	07/24/2014			J <u>(1)</u>	v	3,763	D	\$ 44.66	8,305.9199	I ( <u>2)</u>	J.E. Michael 2012 Grantor Retained Annuity Trust Dtd 07/24/12	
Common Stock	07/24/2014			J <u>(1)</u>	V	3,763	А	\$ 44.66	518,872.4868	D (2)		
Common Stock									196,742.3783	I	By Empl. Stock	

## Edgar Filing: RLI CORP - Form 4

Common Stock						106,555.582	I <u>(2)</u>	Ownersh Plan <u>(3)</u> By Key Employe Benefit Plan	•	
Common Stock						43,003.0207	I <u>(2)</u>	By Trust	:	
Common Stock						9,341.4535	I <u>(2)</u>	J.E. Michael 2011 Grantor Retained Annuity Trust Dto 08/02/11	d	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.       Persons who respond to the collection of information contained in this form are not information contained in this form are not information contained to respond unless the form displays a currently valid OMB control number.       (9-02)         Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned       Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned										
			puts, calls, warrants							
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	of	Expiration Date U: (Month/Day/Year) (In		7. Title and A Underlying S (Instr. 3 and	Securities	De
	Derivative Security			(IIISU. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	2				Se (In
					Securities Acquired (A) or Disposed of (D) (Instr. 3,	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option					Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Title Common Stock	or Number	
	Security \$ 17.02 (4) (5) (6)				Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Date Exercisable	Date 11/03/2016	Common	or Number of Shares	

	(7) (8)		
Stock Option	$ \begin{array}{c} \$ 18.335 \\ \underline{(4)} (5) (6) \\ \underline{(7)} (8) \end{array} $	(18/(13/2))(18/(13/2))	ock 21,000
Stock Option	$ \begin{array}{r} \$ 18.015 \\ \underline{(4)} (5) (6) \\ \underline{(7)} (8) \end{array} $		ock 21,000
Stock Option	$ \begin{array}{r} \$ 17.705 \\ \underline{(4)} (5) (6) \\ \underline{(7)} (8) \end{array} $	(177(1)77(0)9(2) - (177(1)77(1)8)	ock 21,000
Stock Option	$     \begin{array}{r}             \$ 17.18 \\             \underline{(4)} (5) (6) \\             \underline{(7)} (8)         \end{array}     $	$(1 \times /(1 + 7) \cap (1 \times /(1 + 7))) \times (1 \times /(1 + 7) \cap (1 \times /(1 + 7))) \times (1 \times /(1 + 7)) \times (1 \times /(1 + 7)) \times (1 \times /(1 + 7))) \times (1 \times /(1 + 7)) \times (1 \times /(1 + 7)) \times (1 \times /(1 + 7))) \times (1 \times /(1 + 7)) \times (1 \times /(1 + 7))) \times (1 \times /(1 + 7)) \times (1 \times /(1 + 7))) \times (1 \times /(1 + 7)) \times (1 \times /(1 + 7))) \times (1 \times /(1 + 7))) \times (1 \times /(1 + 7)) \times (1 \times /(1 + 7))) \times (1 \times /(1 + 7)))) $ (1 \times /(1 \times /(1 + 7)))))))))))))))))))))))))))))))))))	ock 21,000
Stock Option	$ \begin{array}{r} \$ 18.365 \\ \underline{(4)} (5) (6) \\ \underline{(7)} (8) \end{array} $		ock 21,000
Stock Option	$     \begin{array}{r}             \$ 18.445 \\             \underline{(4)} (5) (6) \\             \underline{(7)} (8)         \end{array}     $	(1/(1/(2)))	ock 21,000
Stock Option	$     \begin{array}{r}             \$ 13.45 \\             \underline{(4)} (5) (6) \\             \underline{(7)} (8)         \end{array}     $	$(5/0)/(2010)^{3/2}$	nmon ock 3,900
Stock Option	$ \begin{array}{r} \$ 15.245 \\ \underline{(4)} (5) (6) \\ \underline{(7)} (8) \end{array} $		nmon 7,800 ock
Stock Option	$     \begin{array}{r}             \$ 14.95 \\             \underline{(4)} (5) (6) \\             \underline{(7)} (8)         \end{array}     $		nmon 7,800 ock
Stock Option	$     \begin{array}{r}             \$ 15.81 \\             \underline{(4)} (5) (6) \\             \underline{(7)} (8)         \end{array}     $	(177(1)77(1)77(1)77(1)77(1)77(1)8	nmon 19,500 ock
Stock Option	$     \begin{array}{r}             \$ 18.17 \\             \underline{(4)} (5) (6) \\             \underline{(7)} (8)         \end{array}     $		nmon 17,000 ock
Stock Option	$ \begin{array}{c} \$ 18.1 \ \underline{(4)} \\ \underline{(5)} \ \underline{(6)} \ \underline{(7)} \\ \underline{(8)} \\ \end{array} $	$(1 \times /(1 \times //(1 \times /(1 \times //(1 //(1$	nmon 17,000 ock
Stock Option	\$ 18.63     (4) (5) (6)     (7) (8)     (8)		nmon 17,000 ock
Stock Option	$\frac{\$ 21.14}{\frac{(4)}{(5)}} \frac{(5)}{(8)} \frac{(6)}{(5)}$	(1/(1)/(1)/(1)/(1)/(1))	nmon 17,000 ock

Stock Option	22.865 (4) (5) (6) (8)	05/05/2012 <u>(9)</u>	05/05/2019	Common Stock	30,000
Stock Option	$     \$ 24.81 \\     \underline{(4)} (5) (6) \\     \underline{(8)} \\     \hline                               $	08/01/2012 <u>(9)</u>	08/01/2019	Common Stock	30,000
Stock Option	(4) $(5)$ $(6)$ $(8)$	11/01/2012 <u>(9)</u>	11/01/2019	Common Stock	30,000
Stock Option	\$ 32.305 (4) (5) (8)	02/01/2013 <u>(9)</u>	02/01/2020	Common Stock	30,000
Stock Option	\$ 30.35 (4) (5) (8)	05/03/2013 <u>(9)</u>	05/03/2020	Common Stock	30,000
Stock Option	\$ 27.625 (4) (5) (8)	08/01/2013 <u>(9)</u>	08/01/2020	Common Stock	30,000
Stock Option	\$ 29.915 (4) (5) (8)	11/01/2013 <u>(9)</u>	11/01/2020	Common Stock	30,000
Stock Option	\$ 33.24 (4) (8)	02/01/2014 <u>(9)</u>	02/01/2021	Common Stock	30,000
Stock Option	\$ 34.42 (4) (8)	05/02/2014 <u>(9)</u>	05/02/2021	Common Stock	20,000
Stock Option	\$ 40.27 (4) (8)	08/01/2014 <u>(9)</u>	08/01/2021	Common Stock	20,000
Stock Option	45.55 <u>(4)</u> (8)	11/01/2014 <u>(9)</u>	11/01/2021	Common Stock	20,000
Stock Option	\$ 40.43	02/01/2015(9)	02/01/2022	Common Stock	20,000
Stock Option	\$ 43.21	05/01/2015 <u>(9)</u>	05/01/2022	Common Stock	15,000

## **Reporting Owners**

Reporting Owner Name / Addre		Relationships						
		Director	10% Owner	Officer	Other			
MICHAEL JONATHAN E 9025 N. LINDBERGH DR PEORIA, IL 61615		Х		President				
Signatures								
/s/ Jonathan E. Michael	07/	25/2014						
<u>**Signature of Reporting</u>		Date						

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 transferred from the J.E. Michael 2012 Grantor Retained Annuity Trust dtd. 07/24/12 to J.E. Michael.
- (2) Ownership reflects dividend reinvestment
- (3) Balance reflects annual company contributions and dividend reinvestment.
- (4) Stock option grant price adjusted to reflect \$3.00 extraordinary dividend declared 11/14/13.
- (5) Stock option grant price adjusted to reflect \$5 extraordinary dividend declared 11/14/12.
- (6) Stock Option grant price adjusted to reflect \$5 RLI extraordinary dividend declared 11/17/11.
- (7) Stock Option grant price adjusted to reflect \$7 RLI extraordinary dividend paid 12/29/10.
- (8) Stock option grant price and number of stock options adjusted to reflect 2-for-1 stock split on 01/15/14.
- (9) 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.