

RLI CORP
Form 4
April 01, 2016

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 Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 Responses)

1. Name and Address of Reporting Person STONE MICHAEL J

(Last) (First) (Middle)
18808 GANTON AVENUE
(Street)

BRADENTON, FL 34202

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
RLI CORP [RLI]

3. Date of Earliest Transaction (Month/Day/Year)
04/01/2016

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 | 04/01/2016 | | J ⁽¹⁾ | V 2,963 D \$ 0 | 56,302.9534 | I ⁽²⁾ | By Trust |
| Common Stock | 04/01/2016 | | J ⁽¹⁾ | V 2,963 A \$ 0 | 261,246.0178 | D ⁽²⁾ | |
| Common Stock | 04/01/2016 | | S ⁽³⁾ | 897 D \$ 66.24 | 260,349.0178 | D ⁽²⁾ | |
| Common Stock | | | | | 334.325 | I | By Empl. Stock Ownership Plan ⁽⁴⁾ |
| Common Stock | | | | | 5,300 | I | By Wife |

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| | | | |
|--------------|------------|------------------|--|
| Common Stock | 480 | I | By Wife, Custodian UTMA-FL |
| Common Stock | 17,937.155 | I ⁽²⁾ | M.J. Stone Grantor Retained Annuity Trust (M5) dtd. 10/31/11 |
| Common Stock | 22,511.55 | I ⁽²⁾ | M.J. Stone Grantor Retained Annuity Trust (M6) dtd. 10/31/11 |
| Common Stock | 7,500 | I | M.J. Stone Grantor Retained Annuity Trust (M8) dtd. 01/30/13 |
| Common Stock | 8,685 | I | M.J. Stone Grantor Retained Annuity Trust (M9) dtd. 01/30/13 |

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

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(9-02)

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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|--|

(Instr. 3,
4, and 5)

| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount |
|------|---|-----|-----|------------------|-----------------|-------|---------------------|
| | | | | | | | or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| STONE MICHAEL J 18808 GANTON AVENUE BRADENTON, FL 34202 | X | | | |

Signatures

/s/ Michael J.
Stone 04/01/2016

 **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) Quarterly distribution from the RLI Corp. Executive Deferred Compensation Plan to Michael J. Stone.
- (2) Ownership reflects dividend reinvestment
- (3) Sale of shares re payment of tax liability on quarterly deferred compensation distribution.
- (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.