

Common
Stock

S&R
Money
Purchase

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 required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price or Value of Underlying Securities (Instr. 3 and 4)
Stock Option	\$ 22.75					02/01/2003 02/01/2012	Common Stock 600	
Stock Option	\$ 27.51					02/03/2004 02/03/2013	Common Stock 1,200	
Stock Option	\$ 40.39					02/02/2005 02/02/2014	Common Stock 3,600	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SUTKOWSKI EDWARD F SUTKOWSKI & RHOADS LTD 560 BANK ONE BUILDING PEORIA, IL 61602	X			

Signatures

Edward F
Sutkowski
Date 12/23/2005

Signature of
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).
- (2) Issued pursuant to the Omnibus Stock Plan Outside Directors Fee Award Agreement
- (1) Ownership reflects dividend reinvestment.
- (6) Ownership reflects dividend reinvestment.
- (5) Ownership reflects dividend reinvestment.
- (3) Ownership reflects dividend reinvestment.
- (4) The securities herein were allocated to my account pursuant to the RLI Corp. Directors' Irrevocable Trust Agreement.

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.