

RLI CORP
Form 5
January 05, 2016

FORM 5

**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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
STONE MICHAEL J

(Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

18808 GANTON AVENUE

(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2015

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

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

6. Individual or Joint/Group Reporting

(check applicable line)

BRADENTON, FL 34202

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|--|
| Common Stock | 12/28/2015 | Â | J ⁽¹⁾ | 26,607 D \$ 0 | 26,610.8634 | I | By Empl. Stock Ownership Plan ⁽²⁾ |
| Common Stock | 12/28/2015 | Â | J ⁽¹⁾ | 26,607 A \$ 0 | 255,490.6051 | D ⁽³⁾ | Â |
| Common Stock | Â | Â | Â | Â Â Â | 59,098.5862 | I ⁽³⁾ | By Trust |
| Common Stock | Â | Â | Â | Â Â Â | 6,275 | I | By Wife |

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| | | | | | | | | | |
|--------------|---|---|---|---|---|---|------------|------------------|--|
| Common Stock | Â | Â | Â | Â | Â | Â | 510 | I | By Wife, Custodian UTMA-FL |
| Common Stock | Â | Â | Â | Â | Â | Â | 17,937.155 | I ⁽³⁾ | M.J. Stone Grantor Retained Annuity Trust (M5) dtd. 10/31/11 |
| Common Stock | Â | Â | Â | Â | Â | Â | 22,511.55 | I ⁽³⁾ | M.J. Stone Grantor Retained Annuity Trust (M6) dtd. 10/31/11 |
| Common Stock | Â | Â | Â | Â | Â | Â | 7,227 | I | M.J. Stone Grantor Retained Annuity Trust (M7) dtd. 01/30/13 |
| Common Stock | Â | Â | Â | Â | Â | Â | 8,559 | I | M.J. Stone Grantor Retained Annuity Trust (M8) dtd. 01/30/13 |
| Common Stock | Â | Â | Â | Â | Â | Â | 9,072 | 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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SEC 2270 (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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying | 8. Price of Derivative Security | 9. of D |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|---------|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|---------|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Securities (Instr. 3 and 4) | (Instr. 5) | (Instr. 5) | (Instr. 5) |
|------------|------------------------------------|---------------------|--------------------|---|--|------------|------------|------------|
| (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 01/05/2016

**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) Distribution of shares under diversification provisions of the RLI Corp. Employee Stock Ownership Plan & Trust (ESOP).
- (2) Balance reflects annual company contributions and dividend reinvestment.
- (3) Ownership reflects dividend reinvestment

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.