

RLI CORP  
Form 4  
February 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)  
01/06/2016

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)			
			Code	V	Amount	(D)	Price			
Common Stock	01/06/2016		J <sup>(1)</sup>	V	1,788	D	\$ 62.61	5,439	I	M.J. Stone Grantor Retained Annuity Trust (M7) dtd. 01/30/13
Common Stock	01/06/2016		J <sup>(1)</sup>	V	1,788	A	\$ 62.61	257,278.6051	D <sup>(2)</sup>	
Common Stock	01/06/2016		J <sup>(3)</sup>	V	387	D	\$ 62.61	8,685	I	M.J. Stone Grantor Retained Annuity

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Common Stock	01/06/2016	J <sup>(3)</sup>	V	387	A	\$ 62.61	257,665.6051	D <sup>(2)</sup>	Trust (M9) dtd. 01/30/13
Common Stock	01/06/2016	J <sup>(4)</sup>	V	1,059	D	\$ 62.61	7,500	I	M.J. Stone Grantor Retained Annuity Trust (M8) dtd. 01/30/13
Common Stock	01/06/2016	J <sup>(4)</sup>	V	1,059	A	\$ 62.61	258,724.6051	D <sup>(2)</sup>	
Common Stock	01/26/2016	G	V	5,439	D	\$ 0	0	I	M.J. Stone Grantor Retained Annuity Trust (M7) dtd. 01/30/13
Common Stock							26,620.0521	I	By Empl. Stock Ownership Plan <sup>(5)</sup>
Common Stock							59,098.5862	I <sup>(2)</sup>	By Trust
Common Stock							6,275	I	By Wife
Common Stock							510	I	By Wife, Custodian UTMA-FL
Common Stock							17,937.155	I <sup>(2)</sup>	M.J. Stone Grantor Retained Annuity Trust (M5) dtd. 10/31/11
Common Stock							22,511.55	I <sup>(2)</sup>	M.J. Stone Grantor Retained Annuity Trust (M6) dtd. 10/31/11

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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) (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 of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
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## 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  
02/01/2016

\_\_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) Shares transferred from the M.J. Stone Grantor Retained Annuity Trust (M7) to M.J. Stone.
- (2) Ownership reflects dividend reinvestment
- (3) Shares transferred from the M.J. Stone Grantor Retained Annuity Trust (M9) to M.J. Stone.
- (4) Shares transferred from the M.J. Stone Grantor Retained Annuity Trust (M8) to M.J. Stone.
- (5) 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.

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