

RLI CORP  
Form 4  
July 24, 2013

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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**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 \*  
Bryant Todd Wayne

(Last) (First) (Middle)  
9025 N. LINDBERGH DRIVE  
(Street)

PEORIA, IL 61615

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
07/22/2013

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)  
Vice President, Controller

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 Ownership (Instr. 4)	
				Code	V	Amount				(A) or (D)
Common Stock	07/22/2013		M <sup>(1)</sup>			700	\$ 30.51	700	D	Indirect Beneficial Ownership
Common Stock	07/22/2013		M <sup>(1)</sup>			700	\$ 39.09	1,400	D	Indirect Beneficial Ownership
Common Stock	07/22/2013		M <sup>(1)</sup>			750	\$ 33	2,150	D	Indirect Beneficial Ownership
Common Stock	07/22/2013		M <sup>(1)</sup>			800	\$ 30.81	2,950	D	Indirect Beneficial Ownership
Common Stock	07/22/2013		M <sup>(1)</sup>			2,800	\$ 29.9	5,750	D	Indirect Beneficial Ownership

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Common Stock	07/22/2013	F <sup>(1)</sup>	3,307	D	\$ 85.0032	2,443	D	
Common Stock	07/22/2013	S <sup>(1)</sup>	2,443	D	\$ 85.0032	0	D	
Common Stock						8,714.6544	I	Employee Stock Ownership Plan

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

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**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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option	\$ 30.51 (2) (3) (4)	07/22/2013		M <sup>(1)</sup>	700	08/28/2007 <sup>(5)</sup>	08/28/2016	Common Stock	700
Stock Option	\$ 39.09 (2) (3) (4)	07/22/2013		M <sup>(1)</sup>	700	05/03/2008 <sup>(5)</sup>	05/03/2017	Common Stock	700
Stock Option	\$ 33 <sup>(2) (3)</sup> (4)	07/22/2013		M <sup>(1)</sup>	750	05/01/2009 <sup>(5)</sup>	05/01/2018	Common Stock	750
Stock Option	\$ 30.81 (2) (3) (4)	07/22/2013		M <sup>(1)</sup>	800	03/02/2010 <sup>(5)</sup>	03/02/2019	Common Stock	800
Stock Option	\$ 29.9 <sup>(2)</sup> (3) (4)	07/22/2013		M <sup>(1)</sup>	2,800	05/07/2010 <sup>(5)</sup>	05/07/2017	Common Stock	2,800
Stock Option	\$ 39.34 (2) (3) (4)					05/06/2011 <sup>(5)</sup>	05/06/2018	Common Stock	4,500
Stock Option	\$ 48.73 (2) (3)					05/05/2012 <sup>(5)</sup>	05/05/2019	Common Stock	6,000
	\$ 63.7 <sup>(2)</sup>					05/03/2013 <sup>(5)</sup>	05/03/2020		6,000

