

OLD REPUBLIC INTERNATIONAL CORP
Form 4
November 14, 2013

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
NARD CHRISTOPHER S

2. Issuer Name and Ticker or Trading Symbol
OLD REPUBLIC INTERNATIONAL CORP [ORI]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
307 NORTH MICHIGAN AVENUE, STE 2300
(Street)
CHICAGO, IL 60601
(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
11/07/2013
4. If Amendment, Date Original Filed(Month/Day/Year)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President - RFIG
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	(A) or (D)	Price
Common Stock					14,598	I	By ESSOP
Common Stock	11/07/2013		M		18,761	A	\$ 10.48 47,577
Common Stock	11/07/2013		S		18,761	D	\$ 16.76 28,816
Common Stock	11/07/2013		M		2,954	A	\$ 10.8 31,770
Common Stock	11/07/2013		S		2,954	D	\$ 16.76 28,816

Edgar Filing: OLD REPUBLIC INTERNATIONAL CORP - Form 4

Common Stock	11/12/2013	M	23,239	A	\$ 10.48	52,055	D
Common Stock	11/12/2013	S	23,239	D	\$ 16.99	28,816	D
Common Stock	11/12/2013	M	546	A	\$ 10.8	29,362	D
Common Stock	11/12/2013	S	546	D	\$ 16.99	28,816	D

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
2009 Employee Stock Option	\$ 10.48	11/07/2013		M	18,761	12/31/2009 03/25/2019	Common Stock 18,761
2012 Employee Stock Option	\$ 10.8	11/07/2013		M	2,954	12/31/2012 03/21/2022	Common Stock 2,954
2009 Employee Stock Option	\$ 10.48	11/12/2013		M	23,239	12/31/2009 03/25/2019	Common Stock 23,239
2012 Employee Stock Option	\$ 10.8	11/12/2013		M	546	12/31/2012 03/22/2022	Common Stock 546

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NARD CHRISTOPHER S 307 NORTH MICHIGAN AVENUE STE 2300 CHICAGO, IL 60601			President - RFIG	

Signatures

William J. Dasso, Power of Attorney for Christopher S. Nard	11/14/2013
<small>**Signature of Reporting Person</small>	<small>Date</small>

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).

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.