

RLI CORP  
Form 4  
February 08, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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 \*  
NEBEL MARY BETH

(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)  
02/07/2005

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/General Counsel

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                    | 02/07/2005                           |  | M/K                            |   | 3,046   | A  | \$ 8.24   | 5,713.7709<br>(1)  | D |                               |
| Common Stock                    | 02/07/2005                           |  | F/K                            |   | 560   | D  | \$ 44.83  | 5,153.7709<br>(1)  | D |                               |
| Common Stock                    | 02/07/2005                           |  | J(2)                           |   | 109.2201  | A  | \$ 44.7631  | 26,949.8353<br>(3) | I | By Empl. Stock Ownership Plan |
| Common Stock                    |                                      |  |                                |   |   |  |   | 3,652.5888<br>(4)  | I | By Trust                      |
|                                 |                                      |  |                                |   |   |  |   | 1,260.312 (5)      | I |                               |

Edgar Filing: RLI CORP - Form 4

Common  
Stock

By Trust  
for Son

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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option                                     | \$ 15.9063   |                                      |  |                                |   | 05/06/2000 05/06/2009                                    | Common Stock  | 7,400                         |
| Stock Option                               | \$ 9.15  |                                      |  |                                |   | 05/02/1997 05/02/2006                                    | Common Stock  | 2,000                         |
| Stock Option                               | \$ 15.7813   |                                      |  |                                |   | 05/04/2001 05/04/2010                                    | Common Stock  | 7,000                         |
| Stock Option                               | \$ 20.05   |                                      |  |                                |   | 05/03/2002 05/03/2011                                    | Common Stock  | 6,000                         |
| Stock Option                               | \$ 21.1  |                                      |  |                                |   | 05/07/1999 05/07/2008                                    | Common Stock  | 1,929                         |
| Stock Option                               | \$ 29.335  |                                      |  |                                |   | 05/02/2003 05/02/2012                                    | Common Stock  | 6,000                         |
| Stock Option                               | \$ 29.55   |                                      |  |                                |   | 05/01/2004 05/01/2013                                    | Common Stock  | 5,000                         |
| Stock Option                               | \$ 35.08   |                                      |  |                                |   | 05/06/2005 05/06/2014                                    | Common Stock  | 4,000                         |
| Stock Option                               | \$ 8.24  | 02/07/2005                           |  | M/K                            | 3,046   | 05/11/1996 05/11/2005                                    | Common Stock  | 3,046                         |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |                                |       |
|--|---------------|-----------|--------------------------------|-------|
|  | Director      | 10% Owner | Officer                        | Other |
| NEBEL MARY BETH<br>9025 N. LINDBERGH DRIVE<br>PEORIA, IL 61615 |               |           | Vice President/General Counsel |       |

## Signatures

Mary Beth  
Nebel 02/08/2005

\_\_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).
- (4) Ownership reflects dividend reinvestment.
- (2) Shares allocated pursuant to the RLI Corp. Employee Stock Ownership Plan.
- (3) Ownership reflects shares allocated to ESOP participant's account and dividend reinvestment.
- (5) Ownership reflects dividend reinvestment.
- (1) Ownership reflects 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. 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.