

MICHAEL JONATHAN E  
Form 4/A  
April 25, 2019

**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 \*  
MICHAEL JONATHAN E

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)  
04/22/2019

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

PEORIA, IL 61615  
  
(City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)  
04/24/2019

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 04/22/2019                           |  | M                              | 4,000   | A \$ 40.55 727,308.6438   | D <sup>(2)</sup>   |   |
| Common Stock                    | 04/22/2019                           |  | M                              | 4,000   | A \$ 35.43 731,308.6438   | D <sup>(2)</sup>   |   |
| Common Stock                    | 04/22/2019                           |  | M                              | 12,000  | A \$ 44.26 743,308.6438   | D <sup>(2)</sup>   |   |
| Common Stock                    | 04/22/2019                           |  | M                              | 12,000  | A \$ 46.82 755,308.6438   | D <sup>(2)</sup>   |   |

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(1)

|              |              |                  |  |
|--------------|--------------|------------------|--|
| Common Stock | 249,204.8777 | I                | By Empl. Stock Ownership Plan <sup>(3)</sup> |
| Common Stock | 134,154.073  | I <sup>(2)</sup> | By Key Employee Benefit Plan                 |
| Common Stock | 54,141.3762  | I <sup>(2)</sup> | By Trust                                     |
| Common Stock | 14,486.4687  | I <sup>(2)</sup> | Jonathan E. Michael Family Trust Number 1    |
| Common Stock | 22,777.8139  | I <sup>(2)</sup> | Jonathan E. Michael Family Trust Number 2    |

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.**

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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. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares                                       |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |                 |       |
|---|---------------|-----------|-----------------|-------|
|   | Director      | 10% Owner | Officer         | Other |
| MICHAEL JONATHAN E<br>9025 N. LINDBERGH DRIVE<br>PEORIA, IL 61615 | X             |           | President & CEO |       |

## Signatures

/s/ Jonathan E.                      04/25/2019  
Michael

        Signature of Reporting                      Date  
      Person

## 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) This Form 4 amendment is being filed to correct the "Price" reported in Column 4 for this acquisition of shares upon an option exercise, which was inadvertently reported as "\$0" in the original Form 4 and now correctly reflects the option exercise price.
- (2) Ownership reflects dividend reinvestment
- (3) 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. 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.