

Klobnak Jennifer L
 Form 4
 September 13, 2018

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 *
 Klobnak Jennifer L

(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)
 09/12/2018

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)
 Sr. VP, Operations - RLI Ins.

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	09/12/2018		M	4,800 A \$ 29.42	16,992.165	D	(1)
Common Stock	09/12/2018		M	280 A \$ 25.35	12,192.165	D	(1)
Common Stock	09/12/2018		M	2,000 A \$ 23.195	18,992.165	D	(1)
Common Stock	09/12/2018		F	4,524 D \$ 78.18	14,468.165	D	(1)
Common Stock					15,788.5095	I	RLI Corp. Employee Stock

Ownership
Plan (2)

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		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)
					Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	
Stock Option	\$ 29.42 <u>(3)</u>	09/12/2018		M	V	(A) 4,800 (D)	05/02/2014 ⁽⁴⁾	05/02/2021	Common Stock 4,800
Stock Option	\$ 25.35 <u>(3)</u>	09/12/2018		M		280	05/03/2013 ⁽⁴⁾	05/03/2020	Common Stock 280
Stock Option	\$ 23.195 <u>(3)</u>	09/12/2018		M		2,000	09/03/2013 ⁽⁴⁾	09/03/2020	Common Stock 2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Klobnak Jennifer L 9025 N. LINDBERGH DRIVE PEORIA, IL 61615			Sr. VP, Operations - RLI Ins.	

Signatures

/s/ Jennifer L.
Klobnak

09/13/2018

**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) Balance reflects dividend reinvestment.
- (2) Balance reflects annual company contributions and dividend reinvestment.
- (3) Exercise price reflects prior adjustments as a result of special dividends.
- (4) Pursuant to option schedule wherein 20% of the aggregate number of shares granted may be exercised commencing one year from grant date and each year thereafter in 20% increments.

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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