

RLI CORP  
Form 4  
November 03, 2009

**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 \*  
DONDANVILLE JOSEPH E

(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)  
11/02/2009

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)  
Senior Vice President/CFO

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock					76,510.015	D	
Common Stock					25,125.9271	I	By Empl. Stock Ownership Plan
Common Stock					8,861.3873	I	By Trust <sup>(1)</sup>
Common Stock					12,276	I	By Wife in Trust
					200	I	

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Common  
Stock

By Wife, As  
Custodian

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 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
Stock Option	\$ 49.9	11/02/2009		A	4,700	11/02/2010 <sup>(2)</sup> 11/02/2017	Common Stock 4,700
Stock Option	\$ 29.335					05/02/2003 05/02/2012	Common Stock 32,000
Stock Option	\$ 29.55					05/01/2004 05/01/2013	Common Stock 28,000
Stock Option	\$ 35.08					05/06/2005 05/06/2014	Common Stock 28,000
Stock Option	\$ 44.54					05/05/2006 05/05/2015	Common Stock 21,000
Stock Option	\$ 50.15					05/04/2007 <sup>(2)</sup> 05/04/2016	Common Stock 17,500
Stock Option	\$ 56.09					05/03/2008 <sup>(2)</sup> 05/03/2017	Common Stock 18,000
Stock Option	\$ 50					05/01/2009 <sup>(2)</sup> 05/01/2018	Common Stock 5,000
Stock Option	\$ 54.36					08/01/2009 <sup>(2)</sup> 08/01/2018	Common Stock 5,000
Stock Option	\$ 56.73					11/03/2009 <sup>(2)</sup> 11/03/2018	Common Stock 5,000
Stock Option	\$ 56.89					02/02/2010 <sup>(2)</sup> 02/02/2019	Common Stock 5,000

