

RLI CORP
Form 5
February 02, 2005

FORM 5

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

OMB APPROVAL
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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
HENSEY CAMILLE J

(Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

9025 N. LINDBERGH DRIVE

(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2004

Director 10% Owner
 Officer (give title below) Other (specify below)
V.P./Corporate Secretary

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

6. Individual or Joint/Group Reporting

(check applicable line)

PEORIA, IL 61615

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) Amount	or (D)	Price			
Common Stock	12/27/2004	Â	G	170	D	\$ 40.56	14,963.311 (1)	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	14,216.2832 (2)	I	By Empl. Stock Ownership Plan
Common Stock	Â	Â	Â	Â	Â	Â	436.1366 (3)	I	By Trust

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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)	8. Amount or Number of Shares
Option	\$ 15.9063	Â	Â	Â	Â Â	05/06/2000 05/06/2009	Common Stock	4,600
Stock Option	\$ 8.24	Â	Â	Â	Â Â	05/11/1996 05/11/2005	Common Stock	2,103
Stock Option	\$ 9.15	Â	Â	Â	Â Â	05/02/1997 05/02/2006	Common Stock	1,600
Stock Option	\$ 13	Â	Â	Â	Â Â	05/01/1998 05/01/2007	Common Stock	2,083
Stock Option	\$ 15.7813	Â	Â	Â	Â Â	05/04/2001 05/04/2010	Common Stock	5,000
Stock Option	\$ 20.05	Â	Â	Â	Â Â	05/03/2002 05/03/2011	Common Stock	5,000
Stock Option	\$ 21.1	Â	Â	Â	Â Â	05/07/1999 05/07/2008	Common Stock	1,250
Stock Option	\$ 29.335	Â	Â	Â	Â Â	05/02/2003 05/02/2012	Common Stock	5,000
Stock Option	\$ 29.55	Â	Â	Â	Â Â	05/01/2004 05/01/2013	Common Stock	4,000
Stock Option	\$ 35.08	Â	Â	Â	Â Â	05/06/2005 05/06/2014	Common Stock	4,000

Reporting Owners

Reporting Owner Name / Address

Relationships

