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RLI CORP Form 4	•											
January 28	, 2011											
FOR			SECU	DITIES		vcu		COMMISSION	т	APPROVAL		
	UNITED	STATES		ashingto				COMMISSION	OMB Number:	3235-0287		
Check if no lo	this box			NODO					Expires:	January 31, 2005		
subject	to SIAIE	MENT O	F CHA		N BENE JRITIES		IAL OV	VNERSHIP OF	IP OF Estimated avera			
Section 16. Form 4 or				SECU		,			burden h response	iours per e 0.5		
Form 5	iona Pileu pu							nge Act of 1934,				
obligat may co				•	•	-	•	of 1935 or Sectio	n			
<i>See</i> Ins 1(b).	truction	30(h)	of the l	Investme	nt Comp	any A	Act of 1	940				
1(0).												
(Print or Type	e Responses)											
	Address of Reporting	g Person [*]	2. Issu	ier Name a	nd Ticker	or Tra	ding	5. Relationship of Reporting Person(s) to Issuer				
STEPHEN	IS GERALD D		Symbol		. 11							
				ORP [RI	-			(Check all applicable)				
				of Earliest /Day/Year]		on		X Director	X_ Director 10% Owner			
			01/27/		, 			Officer (give titleOther (specify below)				
				mendment, Date Original				6. Individual or Joint/Group Filing(Check				
				Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
PEORIA,	IL 61615							Person		reporting		
(City)	(State)	(Zip)	Та	ble I - Nor	n-Derivativ	ve Sec	curities A	cquired, Disposed o	f, or Benefi	cially Owned		
1.Title of	2. Transaction Date			1				5. Amount of	6.	7. Nature of		
Security (Instr. 3)	(Month/Day/Year)	Execution any	Jate, 11	e, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)				Securities Beneficially	Ownership Form:	Indirect Beneficial Ownership		
		(Month/Da	y/Year)	(Instr. 8)				Owned Following	Direct (D) or Indirect	(Instr. 4)		
						(A)		Reported	(I)			
						(A) or		Transaction(s) (Instr. 3 and 4)	(Instr. 4)			
				Code V	Amount	(D)	Price	(Instr. 5 and 4)		Du Trust For		
Common	01/27/2011			Р	760	А	\$	21,239.4301	I	By Trust For Grandchildren		
Stock							54.26	,		<u>(1)</u>		
Common							¢			By Trust For		
Common Stock	01/27/2011			Р	520	А	ъ 54.25	21,759.4301	I	Grandchildren		
Stock							51.25			(1)		
Common				P	100		\$	21 0 5 0 4201	Ŧ	By Trust For		
Stock	01/27/2011			Р	100	А	\$ 54.22	21,859.4301	1	Grandchildren (1)		
Common	01/27/2011			Р	490	А	\$ 54.23	22,349.4301	Ι	By Trust For Grandchildren		
Stock							54.23	,		(1)		

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Common Stock	01/27/2011	Р	100	А	\$ 54.24	22,449.4301	Ι	By Trust For Grandchildren (1)
Common Stock	01/27/2011	Р	300	А	\$ 54.28	22,749.4301	I	By Trust For Grandchildren
Common Stock	01/27/2011	Р	100	Α	\$ 54.29	22,849.4301	I	By Trust For Grandchildren
Common Stock	01/27/2011	Р	100	А	\$ 54.3	22,949.4301	Ι	By Trust For Grandchildren
Common Stock	01/27/2011	Р	35	A	\$ 54.45	22,984.4301	Ι	By Trust For Grandchildren
Common Stock	01/27/2011	Р	100	А	\$ 54.47	23,084.4301	I	By Trust For Grandchildren (1)
Common Stock	01/27/2011	Р	66	А	\$ 54.34	744,365.5921	D <u>(1)</u>	
Common Stock	01/27/2011	Р	600	А	\$ 54.35	744,965.5921	D <u>(1)</u>	
Common Stock	01/27/2011	Р	3,334	А	\$ 54.38	748,299.5921	D <u>(1)</u>	
Common Stock						4,429.2781	I	By Executive Deferred Comp (1)
Common Stock						381.1323	I	By Key Emp. Benefit Plan (1)
Common Stock						68,935	I	By Wife
Common Stock						232,100.5026	I	G.D. Stephens Grantor Retained Annuity Trust (G-5)
Common Stock						300,000	Ι	G.D. Stephens Grantor Retained Annuity Trust (G-6)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 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)	4. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Securi (Instr.	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships							
I O	Director	10% Owner	Officer	Other					
STEPHENS GERALD D 9025 N. LINDBERGH DRIVE PEORIA, IL 61615	Х								
Signatures									
/s/ Gerald D. 01/ Stephens	/28/2011								
<u>**</u> 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) 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.