

OLD REPUBLIC INTERNATIONAL CORP

Form 3

July 07, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled 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 *

Â RAGER R SCOTT

(Last) (First) (Middle)

307 NORTH MICHIGAN
AVENUE,Â SUITE 2300

(Street)

CHICAGO,Â ILÂ 60601

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

07/01/2006

3. Issuer Name **and** Ticker or Trading Symbol

OLD REPUBLIC INTERNATIONAL CORP [ORI]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

SrVP Administration & Planning

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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

6,529

I

By ESSOP

Common Stock

7,329

I

By GW 401-K

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

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)4. Conversion
or Exercise
Price of5. Ownership
Form of
Derivative6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|-------------------------------|---------------------|--------------------|-----------------|----------------------------------|------------------------|---|---|
| 1998 Employee Stock Option | 03/31/1998 | 12/31/2007 | Common Stock | 4,000 ⁽¹⁾ | \$ 10.4 | D | Â |
| 2002 Employee Stock Option | 03/31/2002 | 12/31/2011 | Common Stock | 15,000 ⁽²⁾ | \$ 14.37 | D | Â |
| 2004 Employee Stock Option | 03/31/2004 | 12/31/2013 | Common Stock | 27,500 ⁽³⁾ | \$ 19.32 | D | Â |
| 2005 Employee Stock Option | 12/31/2005 | 12/31/2014 | Common Stock | 28,750 ⁽³⁾ | \$ 18.41 | D | Â |
| 2006 Employee Stock Option | 12/31/2006 | 12/31/2015 | Common Stock | 47,000 ⁽³⁾ | \$ 21.48 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| RAGER R SCOTT 307 NORTH MICHIGAN AVENUE SUITE 2300 CHICAGO, IL 60601 | Â | Â | Â SrVP Administration & Planning | Â |

Signatures

William J. Dasso, Power of Attorney for R. Scott
Rager

06/30/2006

____Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Of these shares, 625 currently are vested and the balance will vest on January 1, 2007.
- (2) All of these shares are vested.
- (3) These shares vest, effective December 31, 2006 at the rate of 10% the first year, 15% the second year, 20% the third year, 25% the fourth year and 30% the fifth year.

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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