

OLD REPUBLIC INTERNATIONAL CORP  
Form 8-K  
February 22, 2007

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

**FORM 8-K**

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report: (Date of earliest event reported) February 22, 2007

OLD REPUBLIC INTERNATIONAL CORPORATION  

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(Exact name of registrant as specified in its charter)

|  |  |                          |  |                                      |
|--|--|--------------------------|--|--------------------------------------|
| Delaware                                       |  | 001-10607                |  | 36-2678171                           |
| (State or other jurisdiction of incorporation) |  | (Commission File Number) |  | (I.R.S. Employer Identification No.) |

307 North Michigan Avenue, Chicago, Illinois 60601  

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(Address of principal executive offices) (Zip Code)

(312) 346-8100  

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(Registrant's telephone number, including area code)

N/A  

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(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions (see General Instruction A.2 below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 140.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4 (c))

**Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

At the regularly scheduled meeting of the Board of Directors of Old Republic International Corporation (the “Company”) on February 22, 2007, Wilbur S. Legg announced that he would not stand for re-election at the Company’s annual shareholders’ meeting on May 25, 2007. Mr. Legg is 84 and has been on the Company’s Board of Directors since 1969. His position will not be filled and instead the Board will be reduced from fourteen to thirteen Directors.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

CORPORATION

OLD REPUBLIC INTERNATIONAL

Registrant

Date: February 22, 2007

By: /s/ Karl W. Mueller

Karl W. Mueller,

Senior Vice President and Chief Financial Officer