

OLD REPUBLIC INTERNATIONAL CORP

Form S-3/A

April 20, 2007

Registration Statement  
No. 333-43311

As filed with the Securities and Exchange Commission on April 20, 2007

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

---

POST EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-3  
REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933

---

OLD REPUBLIC INTERNATIONAL CORPORATION	DELAWARE	36-2678171
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)	(STATE OR OTHER JURISDICTION OF INCORPORATION OR ORGANIZATION)	(I.R.S. EMPLOYER IDENTIFICATION NUMBER)

307 NORTH MICHIGAN AVENUE  
CHICAGO, ILLINOIS 60601-5382  
(312) 346-8100

(ADDRESS, INCLUDING ZIP CODE, AND TELEPHONE NUMBER, INCLUDING AREA CODE, OF  
REGISTRANT'S PRINCIPAL EXECUTIVE OFFICES)

SPENCER LEROY III, ESQUIRE  
SENIOR VICE PRESIDENT, GENERAL COUNSEL  
AND SECRETARY  
OLD REPUBLIC INTERNATIONAL CORPORATION  
307 NORTH MICHIGAN AVENUE  
CHICAGO, ILLINOIS 60601-5382  
(312) 346-8100

(NAME, ADDRESS, INCLUDING ZIP CODE, AND TELEPHONE NUMBER, INCLUDING AREA CODE, OR  
AGENT FOR SERVICE)



**Deregistration of Securities**

Pursuant to the undertaking contained in Item 17(a)(3) of the within registration statement, the Registrant hereby withdraws and removes from registration the indeterminate number or amount of Debt Securities, Warrants, Preferred Stock, Common Stock, Depository Shares, Stock Purchase Contracts and Stock Purchase Units (in a maximum aggregate initial offering price of \$500,000,000) registered on the within registration statement. The offering has been terminated by the Registrant.

**Signatures**

Pursuant to the requirements of the Securities Act of 1933, as amended, and Rule 478 thereunder, the Registrant has duly caused this Post-Effective Amendment to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Chicago, State of Illinois, on April 18, 2007.

**OLD REPUBLIC INTERNATIONAL CORPORATION**

By: /s/ A. C. Zucaro

Name: A. C. Zucaro

Title: Chairman of the Board and Chief Executive Officer