

The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 13F

FORM 13F COVER PAGE

OMB APPROVAL

OMB Number:	3235-0006
Expires:	July 31, 2015
Estimated average burden hours per response:	23.8

Report for the Calendar Year or Quarter Ended: 03-31-2015

Check here if Amendment Amendment Number:

This Amendment (Check only one.): is a restatement.

adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: OLD REPUBLIC INTERNATIONAL CORP

Address: 307 N MICHIGAN AVE

CHICAGO, IL 60601

Form 13F File
Number: 028-15996

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Charles S. Boone

Title: Chief Investment Officer

Phone: 312-346-8100

Signature, Place, and Date of Signing:

/s/ Charles S. Boone Chicago, IL 06-18-2015
[Signature] [City, State] [Date]

Report Type (Check only one.):

13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 84

Form 13F Information Table Value Total: 1,792,615
(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

NONE

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FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5			COLUMN 6	COLUMN 7	COLUMN 8		
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGER	VOTING AUTHORITY			
								SOLE	SHARED	NONE	
AGL RESOURCES INC	Common	001204106	6,847	137,900	SH	SOLE		137,900	0	0	
AT&T INC	Common	00206R102	85,380	2,615,000	SH	SOLE		2,615,000	0	0	
ABBVIE INC	Common	00287Y109	10,713	183,000	SH	SOLE		183,000	0	0	
ALLETE INC	Common	018522300	6,832	129,500	SH	SOLE		129,500	0	0	
ALLIANT ENERGY CORP	Common	018802108	5,859	93,000	SH	SOLE		93,000	0	0	
ALTRIA GROUP INC	Common	02209S103	36,750	734,700	SH	SOLE		734,700	0	0	
AMEREN CORP	Common	023608102	10,189	241,442	SH	SOLE		241,442	0	0	
AMERICAN ELECTRIC POWER CO	Common	025537101	8,438	150,000	SH	SOLE		150,000	0	0	
AVISTA CORP	Common	05379B107	6,802	199,000	SH	SOLE		199,000	0	0	
BP PLC ADR	Common	055622104	63,182	1,615,500	SH	SOLE		1,615,500	0	0	
BEMIS CO	Common	081437105	7,875	170,051	SH	SOLE		170,051	0	0	
BLACK HILLS CORP	Common	092113109	5,942	117,800	SH	SOLE		117,800	0	0	
BOEING CO	Common	097023105	10,956	73,000	SH	SOLE		73,000	0	0	
BRISTOL MYERS SQUIBB CO	Common	110122108	16,654	258,200	SH	SOLE		258,200	0	0	
CATERPILLAR INC	Common	149123101	16,342	204,200	SH	SOLE		204,200	0	0	
CHEVRON CORP	Common	166764100	63,187	601,900	SH	SOLE		601,900	0	0	
CINCINNATI FINANCIAL CORP	Common	172062101	34,232	642,500	SH	SOLE		642,500	0	0	
CISCO SYSTEMS	Common	17275R102	25,447	924,500	SH	SOLE		924,500	0	0	
CLOROX COMPANY	Common	189054109	16,614	150,500	SH	SOLE		150,500	0	0	
COCA COLA CO	Common	191216100	30,291	747,000	SH	SOLE		747,000	0	0	
CONAGRA FOODS INC	Common	205887102	18,009	493,000	SH	SOLE		493,000	0	0	
CONOCOPHILIPS	Common	20825C104	56,569	908,600	SH	SOLE		908,600	0	0	
CONSOLIDATED EDISON INC	Common	209115104	16,262	266,586	SH	SOLE		266,586	0	0	
DOMINION RESOURCES INC	Common	25746U109	7,193	101,500	SH	SOLE		101,500	0	0	
DOW CHEMICAL COMPANY	Common	260543103	22,339	465,600	SH	SOLE		465,600	0	0	
DU PONT E I DE NEMOURS	Common	263534109	15,580	218,000	SH	SOLE		218,000	0	0	
DUKE ENERGY CORP	Common	26441C204	9,221	120,095	SH	SOLE		120,095	0	0	

EMERSON ELECTRIC CO	Common	291011104	16,363	289,000	SH	SOLE	289,000	0	0
EMPIRE DISTRICT ELECTRIC	Common	291641108	7,731	311,500	SH	SOLE	311,500	0	0
ERIE INDEMNITY CO CL A	Common	29530P102	19,991	229,100	SH	SOLE	229,100	0	0
EXXON MOBIL CORP	Common	30231G102	20,103	236,500	SH	SOLE	236,500	0	0
GALLAGHER ARTHUR J	Common	363576109	27,180	581,400	SH	SOLE	581,400	0	0
GENERAL ELECTRIC CO	Common	369604103	44,618	1,798,400	SH	SOLE	1,798,400	0	0
GENERAL MILLS INC	Common	370334104	23,398	413,400	SH	SOLE	413,400	0	0
GENUINE PARTS CO	Common	372460105	9,133	98,000	SH	SOLE	98,000	0	0
GLAXOSMITHKLINE ADR	Common	37733W105	56,649	1,227,500	SH	SOLE	1,227,500	0	0
HELMERICH & PAYNE INC	Common	423452101	13,988	205,500	SH	SOLE	205,500	0	0
INTEL CORP	Common	458140100	28,343	906,400	SH	SOLE	906,400	0	0
INTEGRYS ENERGY GROUP INC	Common	45822P105	10,875	151,000	SH	SOLE	151,000	0	0
JOHNSON & JOHNSON	Common	478160104	17,625	175,200	SH	SOLE	175,200	0	0
KELLOGG CO	Common	487836108	14,839	225,000	SH	SOLE	225,000	0	0
KIMBERLY CLARK CORP	Common	494368103	22,011	205,500	SH	SOLE	205,500	0	0
KRAFT FOODS INC	Common	50076Q106	53,271	611,500	SH	SOLE	611,500	0	0
LACLEDE GROUP INC	Common	505597104	6,146	120,000	SH	SOLE	120,000	0	0
LEGGETT & PLATT INC	Common	524660107	29,613	642,500	SH	SOLE	642,500	0	0
LILLY ELI & CO	Common	532457108	18,954	260,900	SH	SOLE	260,900	0	0
LOCKHEED MARTIN	Common	539830109	23,523	115,900	SH	SOLE	115,900	0	0
MDU RESOURCES GROUP INC	Common	552690109	13,412	628,500	SH	SOLE	628,500	0	0
MCDONALDS CORP	Common	580135101	31,834	326,700	SH	SOLE	326,700	0	0
MERCK & CO INC	Common	58933Y105	15,606	271,500	SH	SOLE	271,500	0	0
MERCURY GENERAL CORP	Common	589400100	44,190	765,200	SH	SOLE	765,200	0	0
NORFOLK SOUTHERN CO	Common	655844108	11,012	107,000	SH	SOLE	107,000	0	0
NORTHWEST NATURAL GAS CO	Common	667655104	11,964	249,500	SH	SOLE	249,500	0	0
NUCOR CORP	Common	670346105	25,262	531,500	SH	SOLE	531,500	0	0
OCCIDENTAL PETROLEUM CORP	Common	674599105	16,418	224,900	SH	SOLE	224,900	0	0
PPL CORP	Common	69351T106	9,792	290,900	SH	SOLE	290,900	0	0
PEPCO HOLDING INC	Common	713291102	7,499	279,501	SH	SOLE	279,501	0	0
PEPSICO INC	Common	713448108	17,900	187,200	SH	SOLE	187,200	0	0
PFIZER INC	Common	717081103	43,870	1,261,000	SH	SOLE	1,261,000	0	0
PHILIP MORRIS INTERNATIONAL	Common	718172109	31,051	412,200	SH	SOLE	412,200	0	0
PIEDMONT NATURAL GAS CO	Common	720186105	8,500	230,300	SH	SOLE	230,300	0	0
PROCTER & GAMBLE CO	Common	742718109	29,498	360,000	SH	SOLE	360,000	0	0

PUBLIC SERVICE ENTERPRISE	Common	744573106	10,417	248,500	SH	SOLE	248,500	0	0
QUESTAR CORP	Common	748356102	15,163	635,500	SH	SOLE	635,500	0	0
RAYTHEON CO	Common	755111507	20,463	187,300	SH	SOLE	187,300	0	0
ROYAL DUTCH SHELL ADR	Common	780259107	51,803	826,200	SH	SOLE	826,200	0	0
SCANA CORP	Common	80589M102	7,963	144,800	SH	SOLE	144,800	0	0
SONOCO PRODUCTS	Common	835495102	19,275	424,000	SH	SOLE	424,000	0	0
SOUTHERN COMPANY	Common	842587107	12,518	282,700	SH	SOLE	282,700	0	0
SYSCO CORP	Common	871829107	22,978	609,000	SH	SOLE	609,000	0	0
TECO ENERGY INC	Common	872375100	10,214	526,500	SH	SOLE	526,500	0	0
TARGET CORP	Common	87612E106	19,492	237,500	SH	SOLE	237,500	0	0
TEXAS INSTRUMENTS INC	Common	882508104	16,012	280,000	SH	SOLE	280,000	0	0
3M CO	Common	88579Y101	16,990	103,000	SH	SOLE	103,000	0	0
UIL HOLDINGS CORP	Common	902748102	14,135	274,900	SH	SOLE	274,900	0	0
UNITED PARCEL SERVICES INC	Common	911312106	7,367	76,000	SH	SOLE	76,000	0	0
VECTREN CORP	Common	92240G101	6,932	157,044	SH	SOLE	157,044	0	0
VERIZON COMMUNICATIONS INC	Common	92343V104	78,392	1,612,000	SH	SOLE	1,612,000	0	0
WGL HOLDINGS INC	Common	92924F106	13,136	232,900	SH	SOLE	232,900	0	0
WASTE MANAGEMENT INC	Common	94106L109	18,476	340,700	SH	SOLE	340,700	0	0
WESTAR ENERGY INC	Common	95709T100	8,167	210,700	SH	SOLE	210,700	0	0
WISCONSIN ENERGY CORP	Common	976657106	6,386	129,000	SH	SOLE	129,000	0	0
XCEL ENERGY CORP	Common	98389B100	12,180	349,900	SH	SOLE	349,900	0	0
EATON CORP	Common	G29183103	8,289	122,000	SH	SOLE	122,000	0	0