

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) August 21, 2019

OLD REPUBLIC INTERNATIONAL CORPORATION

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	001-10607 (Commission File Number)	36-2678171 (I.R.S. Employer Identification No.)
307 North Michigan Avenue Chicago Illinois 60601 (Address of principal executive offices) (Zip Code)		
(312) 346-8100 (Registrant's telephone number, including area code)		
N/A (Former name or former address, if changed since last report)		

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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock / \$1 par value	ORI	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01 Other Events.

Old Republic International Corporation today announced several changes in its senior executive ranks effective October 1, 2019.

Stephen J. Oberst (51), currently President and Chief Executive Officer of its flagship Old Republic Risk Management Underwriting Division, will become ORI's Executive Vice President and join its senior policy-making Office of the Chief Executive Officer. He joins ORI's most senior executive ranks on the strength of 30 years in the insurance industry of which 20 have been with the Company.

Terri E. Minik (49) will succeed Stephen Oberst as President of Old Republic Risk Management, retaining her position as Chief Operating Officer. Ms. Minik has 27 years of experience in insurance and risk management, the past 9 with the Company.

W. Todd Gray (51), the Company's Senior Vice President and Treasurer, has also been named to the Company's Office of the Chief Executive Officer.

A full text of the Company's announcement is included as Exhibit 99.1 hereto

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

[99.1 News Release dated August 21, 2019](#)

104 Cover page Interactive Data file (embedded within Inline XBRL document)

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.

OLD REPUBLIC INTERNATIONAL CORPORATION
Registrant

Date: August 22, 2019

By: /s/ John R. Heitkamp, Jr.
John R. Heitkamp, Jr.
Senior Vice President,
Secretary and General Counsel



Further Information Contacts:

AT OLD REPUBLIC:

A. C. Zucaro: Chairman & CEO
(312) 346-8100

AT FINANCIAL RELATIONS BOARD:

Analysts/Investors: Marilyn Meek
(212) 827-3773

OLD REPUBLIC ANNOUNCES CHANGES IN SENIOR EXECUTIVE RANKS

CHICAGO, August 21, 2019 – Old Republic International Corporation (NYSE: ORI) today announced several changes in its senior executive ranks effective October 1, 2019.

Stephen J. Oberst (51) currently President and Chief Executive Officer of its flagship Old Republic Risk Management Underwriting Division, will become ORI's Executive Vice President and join its senior policy-making Office of the Chief Executive Officer. He joins ORI's most senior executive ranks on the strength of 30 years in the insurance industry of which 20 have been with the Company.

Terri E. Minik (49) will succeed Stephen Oberst as President of Old Republic Risk Management, retaining her position as Chief Operating Officer. Ms. Minik has 27 years of experience in insurance and risk management, the past 9 with the Company.

W. Todd Gray (51) the Company's Senior Vice President and Treasurer, has also been named to the Company's Office of the Chief Executive Officer.

Today's announcement follows on the heels of the Company's May 9th announcement when it was reported that Craig R. Smiddy, ORI's President and Chief Operating Officer, would become the Company's President and Chief Executive Officer effective October 1, 2019.

In announcing today's promotions, Al Zucaro, ORI's current Chairman and Chief Executive Officer, noted that "...they represent a continuing fulfillment of the Company's executive succession plans. They augur well for the continuity of long-established governance and operating practices, and for an orderly transition of executive responsibilities."

About Old Republic

Chicago-based Old Republic International Corporation is one of the nation's 50 largest publicly held insurance enterprises. It is a member of the *Fortune 500* listing of America's largest companies. The Company is organized as an insurance holding company whose subsidiaries actively market, underwrite, and provide risk management services for a wide variety of coverages mostly in the general and title insurance fields. A long-term interest in mortgage guaranty and consumer credit indemnity coverages has devolved to a run-off operating mode since 2012. Old Republic's general insurance business ranks among the nations' 50 largest, while its title insurance operations are the third largest in its industry.

The nature of Old Republic's business requires that it be **managed for the long run**. Its **cash dividend policy reflects this long-term orientation**. The current annualized dividend rate marks the 38th consecutive year that Old Republic has boosted this rate, and 2019 becomes the 78th year of uninterrupted regular cash dividend payments. Here's a summary of recent years' total book and market returns, which includes the addition and reinvestment of cash dividend payments, in comparison with the financial performance of three selected indices similarly developed.

	ORI Compounded Total Annual Returns		Selected Indices' Compounded Total Annual Returns		
	Book Value	Market Value	Gross Domestic Product	S & P 500 Index	S & P Insurance Index
Ten Years 1998 – 2008	9.3%	3.5%	5.0%	-1.4 %	-4.2 %
Ten Years 2008 – 2018	6.0%	11.8%	3.4%	13.1 %	11.0 %
Twenty Years 1998 – 2018	7.6%	7.6%	4.2%	5.6 %	3.1 %

According to the most recent edition of *Mergent's Dividend Achievers*, Old Republic is listed in the 56th place among just 105 qualifying publicly held companies, out of thousands considered, that have posted at least 25 consecutive years of annual dividend growth.

For Old Republic's latest news releases and other corporate documents: Please visit us at www.oldrepublic.com

Alternatively, please write or call: Investor Relations
Old Republic International Corporation
307 North Michigan Avenue • Chicago, IL 60601 • 312-346-8100
