

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

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

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 03-31-2016

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 05-25-2016  
[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: 83  
Form 13F Information Table Value Total: 2,027,521  
(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 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE		COLUMN 5 SHRS OR SH/ PUT/ PRN CALL			COLUMN 6 INVESTMENT DISCRETION	COLUMN 7 OTHER MANAGER	COLUMN 8 VOTING AUTHORITY		
			(x\$1000)	PRN AMT	PRN	CALL	DISCRETION	MANAGER	SOLE	SHARED	NONE	
AGL RESOURCES INC	Common	001204106	9,621	147,700	SH		SOLE		147,700	0	0	
AT&T INC	Common	00206R102	102,633	2,620,200	SH		SOLE		2,620,200	0	0	
ABBVIE INC	Common	00287Y109	21,660	379,200	SH		SOLE		379,200	0	0	
ALLETE INC	Common	018522300	9,229	164,600	SH		SOLE		164,600	0	0	
ALLIANT ENERGY CORP	Common	018802108	12,033	162,000	SH		SOLE		162,000	0	0	
AMEREN CORP	Common	023608102	14,150	282,442	SH		SOLE		282,442	0	0	
AMERICAN ELECTRIC POWER CO INC	Common	025537101	11,275	169,800	SH		SOLE		169,800	0	0	
AVISTA CORP	Common	05379B107	11,316	277,500	SH		SOLE		277,500	0	0	
BP PLC ADR	Common	055622104	37,589	1,245,500	SH		SOLE		1,245,500	0	0	
BALDWIN & LYONS INC	Common	057755209	6,128	249,000	SH		SOLE		249,000	0	0	
BLACK HILLS CORP	Common	092113109	13,698	227,800	SH		SOLE		227,800	0	0	
CATERPILLAR INC	Common	149123101	40,574	530,100	SH		SOLE		530,100	0	0	
CENTERPOINT ENERGY INC	Common	15189T107	20,502	980,000	SH		SOLE		980,000	0	0	
CHEVRON CORP	Common	166764100	53,395	559,700	SH		SOLE		559,700	0	0	
CINCINNATI FINANCIAL CORP	Common	172062101	37,889	579,700	SH		SOLE		579,700	0	0	
CISCO SYSTEMS	Common	17275R102	30,816	1,082,400	SH		SOLE		1,082,400	0	0	
COCA COLA CO	Common	191216100	37,311	804,300	SH		SOLE		804,300	0	0	
CONSOLIDATED EDISON INC	Common	209115104	21,322	278,286	SH		SOLE		278,286	0	0	
CUMMINS INC	Common	231021106	22,428	204,000	SH		SOLE		204,000	0	0	
DEERE & CO	Common	244199105	24,409	317,040	SH		SOLE		317,040	0	0	
DOMINION RESOURCES INC	Common	25746U109	17,691	235,500	SH		SOLE		235,500	0	0	
DONEGAL GROUP INC	Common	257701201	1,150	80,000	SH		SOLE		80,000	0	0	
DOW CHEMICAL COMPANY	Common	260543103	33,822	665,000	SH		SOLE		665,000	0	0	
DUKE ENERGY CORP	Common	26441C204	18,967	235,095	SH		SOLE		235,095	0	0	
EATON VANCE CORP	Common	278265103	12,671	378,000	SH		SOLE		378,000	0	0	
EMERSON ELECTRIC CO	Common	291011104	35,157	646,500	SH		SOLE		646,500	0	0	
EMPIRE DISTRICT ELECTRIC	Common	291641108	15,451	467,500	SH		SOLE		467,500	0	0	

ERIE INDEMNITY CO CL A	Common	29530P102	20,700	222,600	SH	SOLE	222,600	0	0
EXXON MOBIL CORP	Common	30231G102	25,336	303,100	SH	SOLE	303,100	0	0
GALLAGHER ARTHUR J	Common	363576109	40,228	904,400	SH	SOLE	904,400	0	0
GENERAL ELECTRIC CO	Common	369604103	44,932	1,413,400	SH	SOLE	1,413,400	0	0
GENERAL MILLS INC	Common	370334104	17,782	280,700	SH	SOLE	280,700	0	0
GENUINE PARTS CO	Common	372460105	18,282	184,000	SH	SOLE	184,000	0	0
GLAXOSMITHKLINE ADR	Common	37733W105	53,546	1,320,500	SH	SOLE	1,320,500	0	0
GREAT PLAINS ENERGY INC	Common	391164100	10,933	339,000	SH	SOLE	339,000	0	0
HELMERICH & PAYNE INC	Common	423452101	20,147	343,100	SH	SOLE	343,100	0	0
INTEL CORP	Common	458140100	29,856	922,900	SH	SOLE	922,900	0	0
IBM CORP	Common	459200101	35,136	232,000	SH	SOLE	232,000	0	0
JOHNSON & JOHNSON	Common	478160104	30,491	281,800	SH	SOLE	281,800	0	0
KELLOGG CO	Common	487836108	14,736	192,500	SH	SOLE	192,500	0	0
KIMBERLY CLARK CORP	Common	494368103	28,341	210,700	SH	SOLE	210,700	0	0
LACLEDE GROUP INC	Common	505597104	10,840	160,000	SH	SOLE	160,000	0	0
LEGGETT & PLATT INC	Common	524660107	28,145	581,500	SH	SOLE	581,500	0	0
MDU RESOURCES GROUP INC	Common	552690109	25,298	1,300,000	SH	SOLE	1,300,000	0	0
MCDONALDS CORP	Common	580135101	37,603	299,200	SH	SOLE	299,200	0	0
MERCK & CO INC	Common	58933Y105	21,984	415,500	SH	SOLE	415,500	0	0
MERCURY GENERAL CORP	Common	589400100	47,769	860,700	SH	SOLE	860,700	0	0
MURPHY OIL CORP	Common	626717102	18,905	750,500	SH	SOLE	750,500	0	0
NATIONAL OILWELL VARCO INC	Common	637071101	17,634	567,000	SH	SOLE	567,000	0	0
NORFOLK SOUTHERN CO	Common	655844108	15,751	189,200	SH	SOLE	189,200	0	0
NORTHWEST NATURAL GAS CO	Common	667655104	14,179	263,300	SH	SOLE	263,300	0	0
NUCOR CORP	Common	670346105	36,397	769,500	SH	SOLE	769,500	0	0
OGE ENERGY CORP	Common	670837103	4,180	146,000	SH	SOLE	146,000	0	0
PPL CORP	Common	69351T106	20,897	548,900	SH	SOLE	548,900	0	0
PAYCHEX INC	Common	704326107	10,521	194,800	SH	SOLE	194,800	0	0
PEPSICO INC	Common	713448108	30,867	301,200	SH	SOLE	301,200	0	0
PFIZER INC	Common	717081103	30,514	1,029,500	SH	SOLE	1,029,500	0	0
PHILIP MORRIS INTERNATIONAL INC	Common	718172109	36,517	372,200	SH	SOLE	372,200	0	0
PIEDMONT NATURAL GAS CO	Common	720186105	16,711	279,300	SH	SOLE	279,300	0	0
PROCTER & GAMBLE CO	Common	742718109	44,126	536,100	SH	SOLE	536,100	0	0
PUBLIC SERVICE ENTERPRISE GRP INC	Common	744573106	17,371	368,500	SH	SOLE	368,500	0	0
QUALCOMM INC	Common	747525103	25,007	489,000	SH	SOLE	489,000	0	0
QUESTAR CORP	Common	748356102	24,738	997,500	SH	SOLE	997,500	0	0
ROCKWELL AUTOMATION INC	Common	773903109	10,465	92,000	SH	SOLE	92,000	0	0

ROYAL DUTCH SHELL ADR	Common	780259107	35,628	724,300	SH	SOLE	724,300	0	0
SCANA CORP	Common	80589M102	14,998	213,800	SH	SOLE	213,800	0	0
SONOCO PRODUCTS	Common	835495102	17,087	351,800	SH	SOLE	351,800	0	0
SOUTH JERSEY INDUSTRIES INC	Common	838518108	13,798	485,000	SH	SOLE	485,000	0	0
SOUTHERN COMPANY	Common	842587107	19,735	381,500	SH	SOLE	381,500	0	0
SYSCO CORP	Common	871829107	29,318	627,400	SH	SOLE	627,400	0	0
TECO ENERGY INC	Common	872375100	15,103	548,600	SH	SOLE	548,600	0	0
TEXAS INSTRUMENTS INC	Common	882508104	10,336	180,000	SH	SOLE	180,000	0	0
3M CO	Common	88579Y101	20,629	123,800	SH	SOLE	123,800	0	0
UNION PACIFIC CORP	Common	907818108	13,126	165,000	SH	SOLE	165,000	0	0
UNITED PARCEL SERVICES INC	Common	911312106	18,436	174,800	SH	SOLE	174,800	0	0
VECTREN CORP	Common	92240G101	9,052	179,044	SH	SOLE	179,044	0	0
VERIZON COMMUNICATIONS INC	Common	92343V104	90,746	1,678,000	SH	SOLE	1,678,000	0	0
WGL HOLDINGS INC	Common	92924F106	15,820	218,600	SH	SOLE	218,600	0	0
WEC ENERGY GROUP INC	Common	92939U106	18,811	313,151	SH	SOLE	313,151	0	0
WASTE MANAGEMENT INC	Common	94106L109	20,691	350,700	SH	SOLE	350,700	0	0
WESTAR ENERGY INC	Common	95709T100	16,371	330,000	SH	SOLE	330,000	0	0
XCEL ENERGY CORP	Common	98389B100	17,564	420,000	SH	SOLE	420,000	0	0
EATON CORP	Common	G29183103	20,520	328,000	SH	SOLE	328,000	0	0