

MARKEL ANTHONY F
Form 5/A
March 04, 2019

FORM 5

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
MARKEL ANTHONY F

(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
MARKEL CORP [MKL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Vice Chairman

C/O MARKEL CORPORATION, 4521 HIGHWOODS PARKWAY

(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2018

GLEN ALLEN, VA 23060

(City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)
02/13/2019

6. Individual or Joint/Group Reporting (check applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|------------|--|--|---|
| | | | | (A) or (D) | Amount | Price | | | |
| Common Stock | 04/11/2016 | ^ | P4(1) | 2 | A | \$ 885.36 | 1,120 | I | By Spouse (2) |
| Common Stock | 11/04/2016 | ^ | P4(3) | 100 | A | \$ 835.919 | 1,220 | I | By Spouse (2) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Price of Underlying Security (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| MARKEL ANTHONY F C/O MARKEL CORPORATION 4521 HIGHWOODS PARKWAY GLEN ALLEN, VA 23060 | Â X | Â | Â Vice Chairman | Â |

Signatures

/s/ Brian D. Sorkin, Attorney-in-fact for Anthony F. Markel 03/04/2019

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This purchase of shares by Mr. Markel's spouse could be deemed to have been fully matchable under Section 16(b) of the Securities Exchange Act of 1934 with the sale of 95 shares, by a charitable lead unitrust of which Mr. Markel is trustee, at a price of \$961 per share on May 10, 2016. Mr. Markel has paid to Markel Corporation \$151.28, which represents the full amount of the profit realized in connection with this transaction.
- (2) Beneficial ownership of securities is expressly disclaimed. The payments by Mr. Markel described in footnotes 1 and 3 are not admissions by Mr. Markel that future transactions by his spouse will be matchable with transactions attributable to him under Section 16(b) of the Securities Exchange Act of 1934.
- (3) After taking into account the transaction described in footnote 1, this purchase of shares by Mr. Markel's spouse could be deemed to have been matchable under Section 16(b) of the Securities Exchange Act of 1934, (i) to the extent of 93 shares, with the sale of 95 shares, by a charitable lead unitrust of which Mr. Markel is trustee, at a price of \$961 per share on May 10, 2016 (i.e., the same sale described in footnote 1), and (ii) to the extent of 7 shares, with the sale of 105 shares, by a charitable lead unitrust of which Mr. Markel is trustee, at a price of \$896 per share on November 30, 2016. In addition to the payment described in footnote 1, Mr. Markel has also paid to Markel Corporation \$12,053.10, which represents the full amount of the profit realized in connection with this transaction.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.