

MARKEL ANTHONY F  
Form 5/A  
March 04, 2019

**FORM 5**

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

Check this box if  
no longer subject  
to Section 16.  
Form 4 or Form  
5 obligations  
may continue.  
See Instruction  
1(b).  
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

## OMB APPROVAL

OMB  
Number: 3235-0362  
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2005  
Estimated average  
burden hours per  
response... 1.0

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

(Last) (First) (Middle)

C/O MARKEL  
CORPORATION, 4521  
HIGHWOODS PARKWAY

(Street)

GLEN ALLEN, VA 23060

(City) (State) (Zip)

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

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

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

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

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

**Persons who respond to the collection of information  
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(9-02)

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

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

## Reporting Owners

| Reporting Owner Name / Address   | Relationships                    |
|--|----------------------------------|
|  | Director 10% Owner Officer Other |
| MARKEL ANTHONY F<br>C/O MARKEL CORPORATION<br>4521 HIGHWOODS PARKWAY<br>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.