Glisson Britton L. Form 4 May 12, 2010

### FORM 4

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

**OMB** 

**OMB APPROVAL** 

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may continue.

See Instruction

Check this box

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Glisson Britton L. Issuer Symbol MARKEL CORP [MKL] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X\_ Officer (give title Other (specify C/O MARKEL 05/10/2010 below) CORPORATION, 4521 Chief Administrative Officer HIGHWOODS PARKWAY (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting GLEN ALLEN, VA 23060 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired Disposed of or Ranaficially On

(,)	()	Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties		5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	onth/Day/Year) Execution Date, if			l (A) c	or	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	ode Disposed of (D)			Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)			Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					(4)		Reported		
					(A)		Transaction(s)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
C			Code v	Amount	(D)	Price			
Common	05/10/2010		$A_{(1)}^{(1)}$	2,085	Α	\$0	10,828,732 (2)	D	
Stock	02/10/2010		· • <u> </u>	2,000	• •	ΨΟ	10,020,732		
C									401 (IZ)
Common							1,262.829	I	401(K)
Stock							-,		Plan <u>(3)</u>
Common									By Spousa
							946	I	By Spouse
Stock									<u>(4)</u>

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ate	Amou	nt of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									A 4		
									Amount		
						Date	Expiration	T:41-	or Namelana		
					Exerc	Exercisable Date		Number			
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Reporting Owner Futures	Director	10% Owner	Officer	Other			
Glisson Britton L. C/O MARKEL CORPORATION 4521 HIGHWOODS PARKWAY GLEN ALLEN, VA 23060			Chief Administrative Officer				

## **Signatures**

Linda S. Rotz, Attorney-in-fact for Britton L. Glisson

05/12/2010

\*\*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).
- Restricted stock units awarded pursuant to the Markel Corporation Omnibus Incentive Plan. Subject to certain conditions, twenty percent **(1)** of the restricted stock units will vest on May 10, 2011, and the balance will vest on May 10, 2015.
- In addition to the grant of 2,085 restricted stock units reported herein, the total also includes 1,302 other restricted stock units granted (2) pursuant to the Markel Corporation Omnibus Incentive Plan, of which 803 units will vest on December 31, 2010, 265 units will vest on December 31, 2011, and 234 units will vest on December 31, 2012.
- Holdings under the Markel Corporation 401(K) Plan are reported in units. The information reported herein is based on a plan statement (3) dated as of March 31, 2010 and utilizes the closing stock price on that date of \$374.66. As of 3/31/2010, a unit under the Plan represented one share of Common Stock.
- (4) Beneficial ownership of securities is disclaimed.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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