

MARKEL CORP
Form 4
August 12, 2008

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MARKEL STEVEN A

(Last) (First) (Middle)

C/O MARKEL CORPORATION, 4521 HIGHWOODS PKWY

(Street)

GLEN ALLEN, VA 23060

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
08/08/2008

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

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 Filing(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 Following Reported Transaction(s) (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) | Price | | | | | |
| | | | | Code | V | Amount | | | | |
| Common Stock | 04/16/2008 | | G | V | 50 | D | \$ 0 | 250,050.894 | D | |
| Common Stock | 07/31/2008 | | G | V | 10,000 | D | \$ 0 | 220,050.894 (1) | D | |
| Common Stock | 08/08/2008 | | S | | 4,000 | D | \$ 367.4585 (2) | 29,926 | I | By Trust (3) |
| Common Stock | | | | | | | | 1,889.233 | I | 401(K) Plan (4) |
| | | | | | | | | 4,375 | I | |

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- Mr. Markel is a Trustee and partial beneficiary of two Grantor Retained Annuity Trusts. End of period holdings also reflect change in
- (3) form of beneficial ownership by reason of contribution by Mr. Markel of 20,000 shares to a new Grantor Retained Annuity Trust. The total herein reflects the aggregate of both trusts.

- Holdings under the Markel Corporation 401(K) Plan are reported in units. The information reported herein is based on a plan statement
- (4) dated as of June 30, 2008 and utilizes the closing stock price on that date of \$367.00. As of 6/30/2008, a unit under the Plan represented one share of Common Stock.

- Mr. Markel is trustee and retains a partial interest in the trust. The amount reported reflects all the securities held by the trust but Mr.
- (5) Markel disclaims beneficial ownership except with respect to his interest in the trust.

Note: File three copies of this Form, one of which must be manually signed. If space 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.