

HILB ROGAL & HOBBS CO
 Form 4
 March 02, 2006

FORM 4

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

OMB APPROVAL

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

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 *
KING A BRENT

2. Issuer Name and Ticker or Trading Symbol
**HILB ROGAL & HOBBS CO
 [HRH]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
02/28/2006

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Vice President, Gen. Counsel

**HILB ROGAL & HOBBS
 COMPANY, 4951 LAKE BROOK
 DRIVE, SUITE 500**

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

GLEN ALLEN, VA 23060

(City) (State) (Zip)

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)
			Code	V Amount (A) or (D) Price			
Common Stock	02/28/2006		M	250 A \$ 38.65	2,850	D	
Common Stock	02/28/2006		M	375 A \$ 38.65	3,225	D	
Common Stock	02/28/2006		M	18 A \$ 38.65	3,243	D	
Common Stock					2,612.389	I	Deferred Plan, Held in Trust

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Common Stock	1,557.0642	I	Employee Stock Purchase Plan
Common Stock	1,835	I	Retirement Savings Plan

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

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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 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. F. Derivative Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 0					11/15/2003	11/15/2008	Common Stock	500
Stock Options (Right to buy)	\$ 0					02/07/2007	02/07/2012	Common Stock	1,500
Stock Options (Right to buy)	\$ 0					02/16/2008	02/16/2013	Common Stock	2,500
Stock Options (Right to buy)	\$ 28.775					11/15/2002	11/15/2008	Common Stock	10,000
Stock Options	\$ 32.73					02/09/2005	02/09/2011	Common Stock	6,000

(Right to buy)										
Stock Options (Right to buy)	\$ 33.06				02/07/2006	02/07/2012	Common Stock	6,000		
Stock Options (Right to buy)	\$ 37.25				02/11/2004	02/11/2010	Common Stock	4,000		
Stock Options (Right to buy)	\$ 37.45				02/11/2003	02/11/2009	Common Stock	3,000		
Stock Options (Right to buy)	\$ 39.35				02/16/2007	02/16/2003	Common Stock	10,000		
Stock Options (Right to buy)	\$ 0	02/28/2006	X	250	02/28/2006	02/11/2010	Common Stock	250		
Stock Options (Right to buy)	\$ 0	02/28/2006	X	125	02/28/2006	02/11/2009	Common Stock	18		
Stock Options (Right to buy)	\$ 0	02/28/2006	X	375	02/28/2006	02/09/2011	Common Stock	375		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KING A BRENT HILB ROGAL & HOBBS COMPANY 4951 LAKE BROOK DRIVE, SUITE 500 GLEN ALLEN, VA 23060			Vice President, Gen. Counsel	

Signatures

Walter L. Smith 03/02/2006

 **Signature of Date
 Reporting Person

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) Number reflects cancellation of a portion of shares with the net shares vesting paying taxes by redemption of vested shares.

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

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