

OBRIEN THOMAS H
Form 5/A
February 16, 2007

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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1. Name and Address of Reporting Person *
OBRIEN THOMAS H

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. Statement of Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2007

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

4951 LAKE BROOK DR, STE 500

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)
02/12/2007

6. Individual or Joint/Group Reporting

(check applicable line)

GLEN ALLEN, VA 23060

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

(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 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)
Common Stock	03/15/2006	Â	G	29,743 D	\$ 38.62	27,565 D	Â
Common Stock	Â	Â	Â	Â Â Â	2,660	I	Held in Family Charitable Trust

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

**Persons who respond to the collection of information
contained in this form are not required to respond unless**

SEC 2270
(9-02)

the form displays a currently valid OMB control number.

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 D S (1
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 14.375	Â	Â	Â	Â Â	11/03/2000 05/03/2010	Common Stock	10,000
Stock Options (Right to buy)	\$ 19.875	Â	Â	Â	Â Â	11/02/2001 05/02/2011	Common Stock	10,000
Stock Options (Right to buy)	\$ 35.95	Â	Â	Â	Â Â	11/07/2003 05/07/2010	Common Stock	10,000
Stock Options (Right to buy)	\$ 36.2	Â	Â	Â	Â Â	11/05/2004 05/05/2011	Common Stock	10,000
Stock Options (Right to buy)	\$ 36.49	Â	Â	Â	Â Â	11/04/2005 05/04/2012	Common Stock	10,000
Stock Options (Right to buy)	\$ 38.45	Â	Â	Â	Â Â	11/08/2002 05/08/2009	Common Stock	10,000
Stock Options (Right to buy)	\$ 40.96	Â	Â	Â	Â Â	11/03/2006 05/03/2013	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OBRIEN THOMAS H 4951 LAKE BROOK DR STE 500 GLEN ALLEN, VA 23060	X			

Signatures

Walter L. Smith 02/16/2007

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).

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