

HILB ROGAL & HOBBS CO
 Form 5
 February 11, 2008

FORM 5

**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).
 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

1. Name and Address of Reporting Person *
 DEAL STEVEN C

(Last) (First) (Middle)

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

(Street)

GLEN ALLEN, VA 23060

(City) (State) (Zip)

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

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

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 President

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 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)
				Amount	(A) or (D) Price			
Common Stock						34,814	D	
Common Stock						9,338.407	I	Deferred Plan, Held in Trust
Common Stock	01/05/2007		L	19.1958	A \$ 41.93	3,769.8902	I	Employee Stock

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Common Stock	02/05/2007	Â	L	19.1788	A	\$ 41.97	3,789.069	I	Purchase Plan
Common Stock	03/08/2007	Â	L	17.691	A	\$ 45.5	3,806.76	I	Employee Stock Purchase Plan
Common Stock	03/30/2007	Â	L	9.2436	A	\$ 49.41	3,816.0036	I	Employee Stock Purchase Plan
Common Stock	04/05/2007	Â	L	16.2356	A	\$ 49.58	3,832.2392	I	Employee Stock Purchase Plan
Common Stock	05/07/2007	Â	L	17.9621	A	\$ 44.81	3,850.2013	I	Employee Stock Purchase Plan
Common Stock	06/06/2007	Â	L	18.361	A	\$ 43.84	3,868.5623	I	Employee Stock Purchase Plan
Common Stock	07/02/2007	Â	L	11.5086	A	\$ 43.69	3,880.0709	I	Employee Stock Purchase Plan
Common Stock	07/06/2007	Â	L	18.522	A	\$ 43.46	3,898.5929	I	Employee Stock Purchase Plan
Common Stock	08/03/2007	Â	L	18.9262	A	\$ 42.53	3,917.5191	I	Employee Stock Purchase Plan
Common Stock	09/06/2007	Â	L	17.4711	A	\$ 46.07	3,934.9902	I	Employee Stock Purchase Plan
Common Stock	10/01/2007	Â	L	11.67	A	\$ 43.83	3,946.6602	I	Employee Stock Purchase Plan

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. Amount or Number of Shares
Common Stock		10/04/2007		L	A	\$ 45.64 3,964.2902 I	Employee Stock Purchase Plan	
Common Stock		11/05/2007		L	A	\$ 42.6 3,983.1862 I	Employee Stock Purchase Plan	
Common Stock		12/05/2007		L	A	\$ 43.91 4,001.5242 I	Employee Stock Purchase Plan	
Common Stock		06/30/2007		L	A	\$ 42.86 7,774 I	Retirement Savings Plan	
Common Stock		09/30/2007		L	A	\$ 43.33 7,937 I	Retirement Savings Plan	
Common Stock		12/31/2007		L	A	\$ 40.57 8,005 I	Retirement Savings Plan	

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

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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 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. Amount or Number of Shares
Stock Options (Right to buy)	\$ 0	Â	Â	Â	Â Â	02/07/2007 02/07/2012	Common Stock	3,000

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Stock Options (Right to buy)	\$ 0	Â	Â	Â	Â	Â	Â	Â ⁽¹⁾	02/11/2010	Common Stock	875
Stock Options (Right to buy)	\$ 0	Â	Â	Â	Â	Â	02/16/2008	02/16/2013	Common Stock	4,000	
Stock Options (Right to buy)	\$ 0	Â	Â	Â	Â	Â	02/09/2006	02/09/2011	Common Stock	2,000	
Stock Options (Right to buy)	\$ 0	Â	Â	Â	Â	Â	02/16/2009	02/12/2014	Common Stock	4,000	
Stock Options (Right to buy)	\$ 32.73	Â	Â	Â	Â	Â	02/09/2005	02/09/2011	Common Stock	16,000	
Stock Options (Right to buy)	\$ 33.06	Â	Â	Â	Â	Â	02/07/2006	02/07/2012	Common Stock	16,000	
Stock Options (Right to buy)	\$ 37.25	Â	Â	Â	Â	Â	02/10/2004	02/11/2010	Common Stock	14,500	
Stock Options (Right to buy)	\$ 37.45	Â	Â	Â	Â	Â	02/11/2003	02/11/2009	Common Stock	14,500	
Stock Options (Right to buy)	\$ 39.35	Â	Â	Â	Â	Â	02/16/2007	02/16/2013	Common Stock	16,000	
Stock Options (Right to buy)	\$ 42.66	Â	Â	Â	Â	Â	02/12/2008	02/12/2014	Common Stock	8,000	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DEAL STEVEN C
HILB ROGAL & HOBBS COMPANY ^ ^ ^ Vice President ^
4951 LAKE BROOK DRIVE, SUITE 500
GLEN ALLEN, VA 23060

Signatures

Walter L. Smith 02/11/2008

__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) Restricted Stock - vesting contingent on continued employment and achievement of specified goals. If necessary goals achieved, vests 25% for two years of employment after date of grant, and 25% per year of employment thereafter.

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