

HILB ROGAL & HOBBS CO

Form 4

September 04, 2008

FORM 4**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).

**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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Stiles James Thomas

(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. Date of Earliest Transaction
(Month/Day/Year)
09/02/2008

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Regional Director

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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. Code (Instr. 8)	4. Securities Acquired 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)
Common Stock	09/02/2008		M	10,875 A	\$ 33.06	26,788	D
Common Stock	09/02/2008		M	7,250 A	\$ 39.35	34,038	D
Common Stock	09/02/2008		M	1,812 A	\$ 42.66	35,850	D
Common Stock	09/02/2008		S	10,875 D	\$ 45.42	24,975	D
	09/02/2008		S	1,812 D		23,163	D

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Common Stock					\$ 45.42			
Common Stock	09/02/2008		S	7,250	D	\$ 45.42	15,913	D
Common Stock							162,8159	I
								Employee Stock Purchase Plan
Common Stock							8,942	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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Options (Right to buy)	\$ 0					02/16/2008 02/16/2013	Common Stock 2,625
Stock Options (Right to buy)	\$ 0					02/07/2007 02/07/2012	Common Stock 1,750
Stock Options (Right to buy)	\$ 0					02/11/2010 02/11/2015	Common Stock 3,500
Stock Options (Right to buy)	\$ 0					02/16/2009 02/12/2014	Common Stock 3,500

buy)

Stock Options (Right to buy)	\$ 32.54				02/11/2009	02/11/2015	Common Stock	7,250
Stock Options (Right to buy)	\$ 33.06	09/02/2008	X	10,875	02/07/2006	02/07/2012	Common Stock	10,875
Stock Options (Right to buy)	\$ 39.35	09/02/2008	X	7,250	02/16/2007	02/16/2013	Common Stock	7,250
Stock Options (Right to buy)	\$ 42.66	09/02/2008	X	1,812	02/12/2008	02/12/2014	Common Stock	1,812

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Stiles James Thomas HILB ROGAL & HOBBS COMPANY 4951 LAKE BROOK DRIVE, SUITE 500 GLEN ALLEN, VA 23060				Regional Director

Signatures

Walter L. Smith 09/04/2008

__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 is insufficient, *see* Instruction 6 for procedure.

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