

Edgar Filing: JANES MICHAEL L - Form 4

JANES MICHAEL L

Form 4

January 02, 2003

1. Name and Address of Reporting Person
Janes, Michael A.
Hilb, Rogal and Hamilton Company
4951 Lake Brook Drive, Suite 500
Glen Allen, VA 23060
USA
2. Issuer Name and Ticker or Trading Symbol
Hilb, Rogal and Hamilton Company (HRH)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year
12/31/2002
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
() Director () 10% Owner
(X) Officer (give title below) () Other (specify below)
Vice President
7. 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	2. Trans- action Date (Month/ Day/ Year)	2A.Execu- action Date (Month/ Day/ Year)	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D) Amount A/D	5. Amount Owned Follow Report Transa
Common Stock					19606.
Common Stock					1513.1
Common Stock					7660.0
Common Stock	12/31/2002		A	6.64 A \$40.9000	3023.0

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.	2.	3.	3A.	4.	5.	6.	7.
							Title and Amount of Underlying Securities
	Conver- sion or Exercise Price of	Trans- action Date	Execu- tion Date		Number of Derivative Securities Acquired (A)	Date Exercisable and Expiration Date (Month/Day/Year)	Amount or

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Title of Derivative Security	Deriv- ative Security	(Month/ Day/ Year)	(Month/ Day/ Year)	tion Code Code	Disposed (D) +-----+-----+-----+-----+ Date Exer- tion Date	Number of Shares
Stock Options (Right to buy)	\$0				03/01/2007	Common Stock
Stock Options (Right to buy)	\$0				02/12/2008	Common Stock
Stock Options (Right to buy)	\$0				02/11/2009	Common Stock
Stock Options (Right to buy)	\$6.625				12/21/2003	Common Stock
Stock Options (Right to buy)	\$7.625				05/03/2003	Common Stock
Stock Options (Right to buy)	\$8				06/19/2004	Common Stock
Stock Options (Right to buy)	\$8.844				05/05/2005	Common Stock
Stock Options (Right to buy)	\$14.219				03/01/2007	Common Stock
Stock Options (Right to buy)	\$18.755				02/12/2008	Common Stock
Stock Options (Right to buy)	\$37.45				02/11/2009	Common Stock

Explanation of Responses:

SIGNATURE OF REPORTING PERSON
/s/ Walter L. Smith

DATE
01/01/2003