

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  
 Officer (give title below)  Other (specify below)  
 Vice President
7. Individual or Joint/Group Filing (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 | 2. Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 2A.Execu-<br>tion<br>Date<br>(Month/<br>Day/<br>Year) | 3. Trans-<br>action<br>Code | 4. Securities Acquired (A)<br>or Disposed of (D) | 5. Amo<br> Securi<br> Benefi<br> Owned<br> Follow<br> Report<br> Transa |
|----------------------|---|---|-----------------------------|--|---|
|                      |   |   |                             | Amount   | Price   |
| Common Stock         |   |   |                             | 19606.   |   |
| Common Stock         |   |   |                             | 1513.1   |   |
| Common Stock         |   |   |                             | 7660.0   |   |
| Common Stock         | 12/31/2002  |   | A                           | 6.64   | \$40.9000   |
|                      |   |   |                             |  | 3023.0  |

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

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

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| Title of Derivative Security | Derivative Security | (Month/Day/Year) | (Month/Day/Year) | tion Code | Disposed (D) | Date Exercisable | Expiration Date | Title        | 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