

Edgar Filing: VAUGHAN MARTIN L - Form 4

VAUGHAN MARTIN L

Form 4

January 02, 2003

1. Name and Address of Reporting Person
Vaughan, III, Martin L.
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)
(X) Director () 10% Owner
(X) Officer (give title below) () Other (specify below)
President and Chief Operating
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)	5. Amo Securi Benefi Owned Follow Report Transa
				Amount	Price
Common Stock			A	271911	
Common Stock	12/31/2002		A	22.77	\$40.9000
					10368.

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

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

Edgar Filing: VAUGHAN MARTIN L - Form 4

Stock	\$0	03/01/2007	Common
Options (Right to buy)			Stock
Stock	\$0	02/12/2008	Common
Options (Right to buy)			Stock
Stock	\$0	02/11/2009	Common
Options (Right to buy)			Stock
Stock	\$14.219	03/01/2007	Common
Options (Right to buy)			Stock
Stock	\$18.755	02/12/2008	Common
Options (Right to buy)			Stock
Stock	\$37.45	02/11/2009	Common
Options (Right to buy)			Stock

Explanation of Responses:

SIGNATURE OF REPORTING PERSON
/s/ Walter L. Smith

DATE
01/01/2003