

VAUGHAN MARTIN L

Form 4

February 13, 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
 02/11/2003
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)
 President and Chief Operating
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- action Date (Month/ Day/ Year)	2A.Execu- action Date (Month/ Day/ Year)	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D) Code V Amount A/D Price	5. Amo Securi Benefi Owned Follow Report Transa
Common Stock					271911
Common Stock					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 Exercis- able (Month/Day/Year)	Title and Amount of Underlying Securities Amount or Number of Shares

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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	\$0	02/11/2	A	V	6000	02/10/2005	02/11/2010	Common 6000
Options (Right to buy)		003						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	\$37.25	02/11/2	A	V	24000	02/10/2004	02/11/2010	Common 24000
Options (Right to buy)		003						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
02/13/2003