

BLANTON ROBERT W
 Form 4
 November 17, 2004

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 BLANTON ROBERT W

2. Issuer Name and Ticker or Trading Symbol
 HILB ROGAL & HOBBS CO
 [HRH]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 VP & Controller

(Last) (First) (Middle)
 HILB, ROGAL AND HAMILTON
 COMPANY, 4951 LAKE BROOK
 DRIVE, SUITE 500
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 11/10/2004

GLEN ALLEN, VA 23060
 (City) (State) (Zip)

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

6. 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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock					14,958.96	D	
Common Stock					645.67	I	Employee Stock Purchase Plan
Common Stock	11/10/2004	11/15/2004	S		1,216.6	D	\$ 32.88
					2,210.84	I	Retirement Savings Plan

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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)	8. Price or Amount of Derivative Security (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 0					03/01/2002	03/01/2007	Common Stock	875
Stock Options (Right to buy)	\$ 0					02/12/2003	02/12/2008	Common Stock	250
Stock Options (Right to buy)	\$ 0					02/11/2004	02/11/2009	Common Stock	375
Stock Options (Right to buy)	\$ 0					02/10/2005	02/11/2010	Common Stock	500
Stock Options (Right to buy)	\$ 0					02/09/2006	02/09/2011	Common Stock	500
Stock Options (Right to buy)	\$ 14.219					03/01/2001	03/01/2007	Common Stock	2,000

Stock Options (Right to buy)	\$ 18.755	02/12/2002	02/12/2008	Common Stock	3,000
Stock Options (Right to buy)	\$ 32.73	02/09/2005	02/09/2011	Common Stock	3,000
Stock Options (Right to buy)	\$ 37.25	02/10/2004	02/11/2010	Common Stock	3,000
Stock Options (Right to buy)	\$ 37.45	02/11/2003	02/11/2009	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BLANTON ROBERT W
HILB, ROGAL AND HAMILTON COMPANY
4951 LAKE BROOK DRIVE, SUITE 500
GLEN ALLEN, VA 23060

VP & Controller

Signatures

Walter L. Smith 11/17/2004

**Signature of
Reporting Person

Date

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).

(1) Taxes on vesting of Restricted Stock paid by redemption of vested shares.

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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