

HILB ROGAL & HOBBS CO
 Form 4
 August 21, 2008

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 *
KING A BRENT

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
**HILB ROGAL & HOBBS
 COMPANY, 4951 LAKE BROOK
 DRIVE, SUITE 500**
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
08/21/2008

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
Vice President, Gen. Counsel

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 Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	08/21/2008		M	V	6,000 \$ 44.1	D	
Common Stock	08/21/2008		M	V	3,000 \$ 44.1	D	
Common Stock	08/21/2008		M	V	4,500 \$ 44.1	D	
Common Stock	08/21/2008		M	V	2,500 \$ 44.1	D	
	08/21/2008		X	V	4,000 \$ 44.1	D	

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Common Stock	\$					
	44.1					
Common Stock		2,693.735	I			Deferred Plan, Held in Trust
Common Stock		2,249.8792	I			Employee Stock Purchase Plan
Common Stock		2,904	I			Retirement Savings Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 0					02/16/2008	02/16/2013	Common Stock	1,875
Stock Options (Right to buy)	\$ 0					02/09/2006	02/09/2011	Common Stock	375
Stock Options (Right to buy)	\$ 0					02/11/2010	02/11/2015	Common Stock	2,500
	\$ 0					02/07/2007	02/07/2012		750

Stock Options (Right to buy)										
Stock Options (Right to buy)									Common Stock	
Stock Options (Right to buy)	\$ 0					02/16/2009	02/12/2014		Common Stock	2,500
Stock Options (Right to buy)	\$ 32.54					02/11/2009	02/11/2015		Common Stock	5,000
Stock Options (Right to buy)	\$ 42.66					02/12/2008	02/12/2014		Common Stock	5,000
Stock Options (Right to buy)	\$ 32.73	08/21/2008		X	6,000	02/09/2005	02/09/2011		Common Stock	6,000
Stock Options (Right to buy)	\$ 33.06	08/21/2008		X	4,500	02/07/2006	02/07/2012		Common Stock	4,500
Stock Options (Right to buy)	\$ 37.25	08/21/2008		S	4,000	02/11/2004	02/11/2010		Common Stock	4,000
Stock Options (Right to buy)	\$ 37.45	08/21/2008		X	3,000	02/11/2003	02/11/2009		Common Stock	3,000
Stock Options (Right to buy)	\$ 39.35	08/21/2008		X	2,500	02/16/2007	02/16/2003		Common Stock	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KING A BRENT HILB ROGAL & HOBBS COMPANY 4951 LAKE BROOK DRIVE, SUITE 500 GLEN ALLEN, VA 23060			Vice President, Gen. Counsel	

Signatures

Walter L. Smith

08/21/2008

**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).

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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