#### HILB ROGAL & HOBBS CO

Form 4

February 17, 2006

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

**OMB APPROVAL** 

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

10% Owner

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* KORMAN TIMOTHY J

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

HILB ROGAL & HOBBS CO

(Check all applicable)

[HRH]

EVP, Finance and Administrtaion

(Middle)

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

02/16/2006

\_X\_\_ Director Other (specify X\_ Officer (give title below)

HILB ROGAL & HOBBS COMPANY, 4951 LAKE BROOK

(Street)

(First)

DRIVE, SUITE 500

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

GLEN ALLEN, VA 23060

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 7. Nature of Indirect Beneficial Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Ownership Ownership (Instr. 3) Code Disposed of (D) Beneficially Form: (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Direct (D) or Indirect **Following** 

(Instr. 4)

(A)

Reported Transaction(s) (Instr. 4)

(Instr. 3 and 4) Code V Amount (D) Price

Common D 112,037 Stock

Common 11.552 I Custodial/UGMA/Trustee Stock

Common 13,894 I Retirement Savings Plan Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

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# required to respond unless the form displays a currently valid OMB control number.

# 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. Transact Code (Instr. 8)	tio	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Expiration Date (Month/Day/Year) A) d of		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Options (Right to buy)	\$ 0							02/12/2003	02/12/2008	Common Stock	1,000
Stock Options (Right to buy)	\$ 0							02/11/2004	02/11/2009	Common Stock	2,000
Stock Options (Right to buy)	\$ 0							<u>(1)</u>	02/11/2010	Common Stock	3,000
Stock Options (Right to buy)	\$ 0							02/09/2006	02/09/2011	Common Stock	4,000
Stock Options (Right to buy)	\$ 0							02/07/2007	02/07/2012	Common Stock	4,500
Stock Options (Right to buy)	\$ 32.73							02/09/2005	02/09/2011	Common Stock	16,000
Stock Options (Right to buy)	\$ 33.06							02/07/2006	02/07/2012	Common Stock	18,000
Stock Options	\$ 37.25							02/10/2004	02/11/2010	Common Stock	16,000

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(Right to buy)								
Stock Options (Right to buy)	\$ 37.45				02/11/2003	02/11/2009	Common Stock	16,000
Stock Options (Right to buy)	\$ 0	02/16/2006	A	4,500	02/16/2008(1)	02/16/2013	Common Stock	4,500
Stock Options (Right to buy)	\$ 39.35	02/16/2006	A	18,000	02/16/2007(2)	02/16/2013	Common Stock	18,000

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
. 9	Director	10% Owner	Officer	Other				
KORMAN TIMOTHY J								
HILB ROGAL & HOBBS COMPANY	X		EVP,Finance and					
4951 LAKE BROOK DRIVE, SUITE 500	Λ		Administrtaion					
GLEN ALLEN, VA 23060								

## **Signatures**

Walter L. Smith 02/17/2006

\*\*Signature of Person Date

Reporting Person

# **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) Restricted Stock vesting contingent on continued employment and achievement of specified goals. If necessary goals achieved, vests 25% for two years of employment after date of grant, and 25% per year of employment thereafter.
- (2) Nonqualified Stock Option vesting contingent on continued employment, 25% per year of employment after date of grant, with certain specified exceptions.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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