

WIMMER JAMES R
Form 4
March 16, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
WIMMER JAMES R

2. Issuer Name and Ticker or Trading Symbol
GALLAGHER ARTHUR J & CO
[AJG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

ARTHUR J. GALLAGHER &
CO., TWO PIERCE PLACE

(Street)

ITASCA, IL 60143

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
03/15/2010

Director 10% Owner
 Officer (give title below) Other (specify below)

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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|
| | | | Code | V | Amount | | | |
| Common Stock | 03/15/2010 | | X | | 24,000 | A | \$ 18.5 31,440 | D |
| Common Stock | 03/15/2010 | | S | | 1,689 | D | \$ 25.2 29,751 | D |
| Common Stock | 03/15/2010 | | S | | 2,400 | D | \$ 25.21 27,351 | D |
| Common Stock | 03/15/2010 | | S | | 1,000 | D | \$ 25.22 26,351 | D |
| Common Stock | 03/15/2010 | | S | | 2,200 | D | \$ 25.23 24,151 | D |

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| | | | | | | | | |
|---------------------------|------------|---|-------|---|------------|--------|---|-----------|
| Common Stock | 03/15/2010 | S | 100 | D | \$ 25.2305 | 24,051 | D | |
| Common Stock | 03/15/2010 | S | 100 | D | \$ 25.24 | 23,951 | D | |
| Common Stock | 03/15/2010 | S | 5,571 | D | \$ 25.25 | 18,380 | D | |
| Common Stock | 03/15/2010 | S | 100 | D | \$ 25.255 | 18,280 | D | |
| Common Stock | 03/15/2010 | S | 1,200 | D | \$ 25.27 | 17,080 | D | |
| Common Stock | 03/15/2010 | S | 1,100 | D | \$ 25.275 | 15,980 | D | |
| Common Stock | 03/15/2010 | S | 100 | D | \$ 25.2775 | 15,880 | D | |
| Common Stock | 03/15/2010 | S | 2,100 | D | \$ 25.28 | 13,780 | D | |
| Common Stock | 03/15/2010 | S | 200 | D | \$ 25.285 | 13,580 | D | |
| Common Stock | 03/15/2010 | S | 1,900 | D | \$ 25.29 | 11,680 | D | |
| Common Stock | 03/15/2010 | S | 400 | D | \$ 25.3 | 11,280 | D | |
| Common Stock | | | | | | 3,000 | I | by Spouse |
| Common Stock (restricted) | | | | | | 5,722 | D | |

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

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SEC 1474
(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 Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|

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| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title |
|---|----------|------------|------|---|-----|--------|-----------------------|-----------------|--------------|
| Non-Qualified Stock Option (right to buy) | \$ 18.5 | 03/15/2010 | X | | | 24,000 | <u>(1)</u> | 06/20/2010 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 5.79 | | | | | | 08/21/2003 <u>(2)</u> | 05/20/2013 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 10.58 | | | | | | <u>(2)</u> | 05/17/2014 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 10.86 | | | | | | <u>(2)</u> | 05/13/2012 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 21.28 | | | | | | <u>(3)</u> | 05/12/2016 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 25.79 | | | | | | 05/21/2004 <u>(1)</u> | 05/20/2013 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 26.11 | | | | | | <u>(1)</u> | 05/21/2011 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 27.03 | | | | | | <u>(2)</u> | 05/15/2016 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 27.1 | | | | | | <u>(2)</u> | 05/16/2015 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 30.58 | | | | | | <u>(1)</u> | 05/17/2014 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 35.86 | | | | | | <u>(1)</u> | 05/13/2012 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WIMMER JAMES R ARTHUR J. GALLAGHER & CO. | X | | | |

TWO PIERCE PLACE
ITASCA, IL 60143

Signatures

By: Kerry S. Abbott For: James R.
Wimmer

03/16/2010

__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) The stock option becomes exercisable in three equal annual installments, commencing one year after the date of grant.
- (2) The stock option becomes exercisable in four equal quarterly installments, commencing three months after the date of grant. Option expires upon death or retirement of director.
- (3) The stock option becomes exercisable one year after the grant date.

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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