

GAULT JAMES S  
Form 4  
March 10, 2009

**FORM 4**

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

OMB APPROVAL

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**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 \*  
GAULT JAMES S

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)  
03/04/2009

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Vice President

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)
				(A) or (D)	Price			
Common Stock (restricted)	03/04/2009		A	2,797	A	6,300	D	
Common Stock						6,689	D	
Common Stock						56,000	I	by Spouse (2)
Common Stock						63,865	I	by Trust

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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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Long Puts (right to sell)	\$ 23.76					(3)	03/05/2018	Common Stock	8,08
Non-Qualified Stock Option (right to buy)	\$ 18.5					(4)	06/20/2010	Common Stock	20,00
Non-Qualified Stock Option (right to buy)	\$ 22.7					(4)	07/21/2012	Common Stock	25,00
Non-Qualified Stock Option (right to buy)	\$ 24.9					01/01/2004(4)	07/16/2013	Common Stock	35,00
Non-Qualified Stock Option (right to buy)	\$ 26.5					(4)	07/19/2011	Common Stock	20,00
Non-Qualified Stock Option (right to buy)	\$ 27.25					(4)	07/20/2015	Common Stock	35,00
Non-Qualified Stock Option (right to buy)	\$ 28.65					(3)	05/15/2017	Common Stock	7,58
Non-Qualified Stock Option (right to buy)	\$ 29.42					(4)	07/21/2014	Common Stock	35,00

