

CARY RICHARD C  
Form 4  
August 20, 2018

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
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 \*  
CARY RICHARD C

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

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

(Last) (First) (Middle)  
2850 GOLF ROAD  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
08/16/2018

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

ROLLING  
MEADOWS, IL 60008-4002

(City) (State) (Zip)

**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)			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 or Price			
Common Stock	08/16/2018		M			1,733 A \$ 35.71	34,793	D	
Common Stock	08/16/2018		M			4,866 A \$ 39.17	39,659	D	
Common Stock	08/16/2018		S			6,599 D \$ 71.6678	33,060	D	
Common Stock	08/17/2018		M			4,267 A \$ 46.87	37,327	D	
Common Stock	08/17/2018		M			1,801 A \$ 46.17	39,128	D	

Edgar Filing: CARY RICHARD C - Form 4

Common Stock 08/17/2018 S 6,068 D \$ 72.26 (1) 33,060 D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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 (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)	Amount or Number of Shares
Non-qualified Stock Option	\$ 35.71	08/16/2018		M	1,733	(2) 03/16/2019	Common Stock	1,733
Non-qualified Stock Option	\$ 39.17	08/16/2018		M	4,866	(2) 03/13/2020	Common Stock	4,866
Non-qualified Stock Option	\$ 46.87	08/17/2018		M	4,267	(2) 03/12/2021	Common Stock	4,267
Non-qualified Stock Option	\$ 46.17	08/17/2018		M	1,801	(2) 03/11/2022	Common Stock	1,801

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CARY RICHARD C  
2850 GOLF ROAD  
ROLLING MEADOWS, IL 60008-4002

Controller,  
CAO

## Signatures

/s/ April Hanes-Dowd, by power of attorney

08/20/2018

\*\*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).

The price reported is an average weighted price. The shares were sold in multiple transactions at prices ranging from \$72.25 to \$72.27.

(1) The reporting person will provide to the Securities and Exchange Commission staff, the issuer, or any security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(2) One-third of this stock option becomes exercisable on each of the 3rd, 4th, and 5th anniversaries of 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.

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.