

GALLAGHER ARTHUR J & CO
Form 8-K
August 03, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) August 3, 2012

ARTHUR J. GALLAGHER & CO.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

1-9761
(Commission
File Number)

36-2151613
(IRS Employer
Identification No.)

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Two Pierce Place, Itasca, Illinois 60143-3141

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (630) 773-3800

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events.

On August 3, 2012, Arthur J. Gallagher & Co. (Gallagher) registered for resale 549,144 shares of Gallagher common stock pursuant to a prospectus supplement under its automatic shelf registration statement on Form S-3 (Registration Statement No. 333-166533), filed with the Securities and Exchange Commission (the Registration Statement). The opinion and consent of Seth Diehl, Esq., Senior Counsel, Corporate & Securities, as to the validity of these shares of common stock, filed as Exhibits 5 and 23 to this Current Report on Form 8-K, respectively, are incorporated by reference into the Registration Statement.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
5	Opinion of Seth Diehl, Esq., Senior Counsel, Corporate & Securities
23	Consent of Seth Diehl, Esq., Senior Counsel, Corporate & Securities (included in Exhibit 5 hereto)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Arthur J. Gallagher & Co.

Date: August 3, 2012

/s/ WALTER D. BAY
Walter D. Bay

Vice President, General Counsel and Secretary

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Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

GOLDCORP INC.

Date: November 15, 2006

/s/Anna M. Tudela

Name: Anna M. Tudela
Title: Director, Legal and Assistant Corporate Secretary

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Vancouver, BC, V6C 2X8
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Toronto Stock Exchange: G

New York Stock Exchange: GG

GOLDCORP WELCOMES NEW BOARD MEMBERS AND MANAGEMENT

VANCOUVER, BRITISH COLUMBIA, November 15, 2006 - GOLDCORP INC. announced that, in connection with the acquisition of Glamis Gold Ltd., effective today, Ian Telfer, former President and Chief Executive Officer of Goldcorp, has been appointed Chairman of Goldcorp. Kevin McArthur, former President and Chief Executive Officer of Glamis, has been appointed a director, President and Chief Executive Officer of Goldcorp. Charles Jeannes, former Executive Vice President, Administration, General Counsel and Secretary of Glamis, has been appointed Executive Vice President of Goldcorp. In addition, Doug Holtby, former Chairman of Goldcorp, has been appointed Vice Chairman and Lead Director.

Mr. McArthur joined Glamis in 1988 where he served in a variety of management positions. Prior to joining Glamis, Mr. McArthur was with BP Minerals North America and Homestake Mining Company.

Mr. Jeannes joined Glamis in 1999. Prior to joining Glamis, Mr. Jeannes worked for Placer Dome, most recently as Vice President of Placer Dome North America.

Effective today, the board of directors of Goldcorp has been reconstituted as previously announced. Goldcorp would like to take this opportunity to thank each of the departing Goldcorp directors, David Beatty, Antonio Madero, Donald Quick and Michael Stein, for their invaluable contributions to the board of Goldcorp and its predecessor companies over the years. Goldcorp would also like to recognize and thank outgoing Glamis directors Jean Depatie, Ian Davidson and Dale Corman for their commitment and contributions.

Goldcorp is pleased to welcome its newly appointed directors, Kevin McArthur, A. Dan Rovig, P. Randy Reifel and Kenneth Williamson.

Mr. Rovig had served as a director and Chairman of the Board of Glamis since November 1998. Before his appointment as Chairman, Mr. Rovig was a director and the President and Chief Executive Officer of Glamis and its subsidiaries from November 1989 to August 1997 when he retired. Prior to 1988, Mr. Rovig was an executive officer of British Petroleum Ltd., including its subsidiaries Amselco Minerals Inc. and BP Minerals America for five years.

Mr. Reifel had been a director on the Glamis Board since June 2002 following the acquisition of Francisco Gold Corp. He had previously served as President and a director of Francisco Gold Corp. since 1993, which was responsible for both the El Sauzal gold discovery in Mexico and the Marlin gold discovery in Guatemala. Currently, he is President and a director of Chesapeake Gold Corp. that explores for precious metals in Mexico and Central America.

Mr. Williamson had served on the Glamis Board since 1999. He was Vice Chairman, Investment Banking at Midland Walwyn/Merrill Lynch Canada Inc. from 1993 to 1998. He has worked in the securities industry for more than 25 years, concentrating on financial services and the natural resource industries in the United States and Europe. Mr. Williamson is a director of a number of companies in the natural resource sector.

Goldcorp is one of the world's lowest-cost and fastest growing multi-million ounce gold producers with operations throughout the Americas and Australia.

Cautionary Note Regarding Forward-Looking Statements

This press release contains "forward-looking statements", within the meaning of the United States Private Securities Litigation Reform Act of 1995 and applicable Canadian securities legislation, concerning the business, operations and financial performance and condition of Goldcorp. Forward-looking statements include, but are not limited to, statements with respect to the future price of gold, silver and copper, the estimation of mineral reserves and resources, the realization of mineral reserve estimates, the timing and amount of estimated future production, costs of production, capital expenditures, costs and timing of the development of new deposits, success of exploration activities, permitting time lines, hedging practices, currency exchange rate fluctuations, requirements for additional capital, government regulation of mining operations, environmental risks, unanticipated reclamation expenses, timing and possible outcome of pending litigation, title disputes or claims and limitations on insurance coverage. Generally, these forward-looking statements can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or variations of such words and phrases or state that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". Forward-looking statements are subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of Goldcorp to be materially different from those expressed or implied by such forward-looking statements, including but not limited to: risks related to the integration of acquisitions; risks related to international operations; risks related to joint venture operations; actual results of current exploration activities; actual results of current reclamation activities; conclusions of economic evaluations; changes in project parameters as plans continue to be refined; future prices of gold, silver and copper; possible variations in ore reserves, grade or recovery rates; failure of plant, equipment or processes to operate as anticipated; accidents, labour disputes and other risks of the mining industry; delays in obtaining governmental approvals or financing or in the completion of development or construction activities, as well as those factors discussed in the section entitled "Description of the Business - Risk Factors" in Goldcorp's Annual Information Form for the year ended December 31, 2005, available on www.sedar.com, and Form 40-F for the year ended December 31, 2005 on file with the United States Securities and Exchange Commission in Washington, D.C. Although Goldcorp has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. Goldcorp does not undertake to update any forward-looking statements that are incorporated by reference herein, except in accordance with applicable securities laws.

For further information, please contact:

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