

GALLAGHER ARTHUR J & CO  
Form 8-K/A  
October 07, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**Form 8-K/A**

(Amendment No. 1)

**CURRENT REPORT**

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

**May 10, 2011**

**Date of Report: (Date of earliest event reported)**

**ARTHUR J. GALLAGHER & CO.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**1-9761**  
(Commission  
File Number)

**36-2151613**  
(I.R.S. Employer  
Identification Number)

**Two Pierce Place, Itasca, Illinois 60143-3141, (630) 773-3800**  
(Address, including zip code and telephone number, including area code, of registrant's principal executive offices)

**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 5.07. Submission of Matters to a Vote of Security Holders.**

(1) In line with the previously disclosed final voting results at the Arthur J. Gallagher & Co. ( Gallagher ) 2011 Annual Meeting of Stockholders and the Board s previously disclosed recommendation, Gallagher will submit an advisory vote to its stockholders on Gallagher s compensation program for named executive officers on an annual basis.

(2) The deadline for submitting a proposal to be included in Gallagher s proxy statement and proxy card for the 2012 Annual Meeting of Stockholders has been extended to December 6, 2011. Such a proposal must comply with the requirements of Rule 14a-8 under the Securities Exchange Act of 1934, as amended, regarding stockholder proposals to be included in company-sponsored proxy materials.

**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: October 7, 2011

/s/ Walter D. Bay

Walter D. Bay

Vice President, General Counsel and Secretary