

GALLAGHER ARTHUR J & CO  
Form 8-K  
January 31, 2006

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**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**

**January 31, 2006**

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

**ARTHUR J. GALLAGHER & CO.**

**(Exact name of registrant as specified in its charter)**

**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, or registrant's principal executive offices)**

**Not Applicable**

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

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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))
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**Item 2.02. Results of Operations and Financial Condition**

On January 31, 2006, Arthur J. Gallagher & Co. (Gallagher) issued a press release setting forth Gallagher's fourth quarter and full year 2005 earnings. A copy of Gallagher's press release is attached hereto as Exhibit 99 and hereby incorporated by reference.

**Item 9.01. Financial Statements and Exhibits**

99 Press release, dated January 31, 2006, issued by Arthur J. Gallagher & Co.

**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: January 31, 2006

/s/ DOUGLAS K. HOWELL  
**Douglas K. Howell**  
**Vice President and Chief Financial Officer**  
**(principal financial officer and duly authorized officer)**

**Arthur J. Gallagher & Co.**

**Current Report On Form 8-K**

**Exhibit Index**

| <b><u>Exhibit No.</u></b> | <b><u>Description</u></b>  |
|---------------------------|--|
| 99                        | Press release, dated January 31, 2006, issued by Arthur J. Gallagher & Co. |