

Edgar Filing: ALLEGHANY CORP /DE - Form 5

ALLEGHANY CORP /DE
 Form 5
 March 06, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 5
 ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
 Check box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).
 Form 3 Holdings Reported
 Form 4 Transactions Reported
 1. Name and Address of Reporting Person
 Will, James F.
 721 E. McMurray Road
 McMurray, PA 15317
 USA
 2. Issuer Name and Ticker or Trading Symbol
 Alleghany Corporation
 Y
 3. IRS or Social Security Number of Reporting Person (Voluntary)

 4. Statement for Month/Year
 December 31, 2001
 5. If Amendment, Date of Original (Month/Year)
 January 10, 2002
 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 Director 10% Owner Officer (give title below) Other
 (specify below)

 7. Individual or Joint/Group Reporting (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	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Year
Common Stock	5/1/01	A	65	475 (1)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date Date (Month/Day/Year)	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Purchase or Sale of Underlying Securities
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Option (right to buy)	\$201.10	4/30/	A	1	A	(2)	4/30/	Common Stock	1,000	(2)
		01					11			

Explanation of Responses:

(1) Includes shares of Common Stock paid by Alleghany Corporation as a stock dividend in April 2001.

(2) One-third of such option becomes exercisable on each of the first, second and third anniversaries of the date of grant.

SIGNATURE OF REPORTING PERSON

/s/ James F. Will

DATE

February 20, 2002