

BURNS JOHN J JR
Form 5
February 06, 2009

FORM 5

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

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
BURNS JOHN J JR

(Last) (First) (Middle)

ALLEGHANY
CORPORATION, 7 TIMES
SQUARE TOWER, 17TH FLOOR

(Street)

NEW YORK, NY 10036

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
ALLEGHANY CORP /DE [Y]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2008

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. 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 (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) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	09/09/2008	Â	G	60	D	\$ <u>(1)</u>	77,481	D	Â
Common Stock	09/30/2008	Â	G	40	D	\$ <u>(2)</u>	77,441	D	Â
Common Stock	10/09/2008	Â	G	90	D	\$ <u>(3)</u>	77,351	D	Â
Common Stock	12/11/2008	Â	G	70	D	\$ <u>(2)</u>	77,281	D	Â

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Common Stock	12/17/2008	Â	G	500	D	\$ ⁽³⁾	76,781	D	Â	
Common Stock	12/17/2008	Â	G	530	D	\$ ⁽⁴⁾	76,251	D	Â	
Common Stock	12/30/2008	Â	G	2,476	D	\$ ⁽⁵⁾	73,775	D	Â	
Common Stock	12/30/2008	Â	G	2,224	D	\$ ⁽⁶⁾	71,551	D	Â	
Common Stock	Â	Â	Â	Â	Â	Â	2,224	I		Held by trust of which reporting person's spouse is sole trustee
Common Stock	Â	Â	Â	Â	Â	Â	801	I		By spouse

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

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(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 Acquired (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)	8. Price of Derivative Security (Instr. 5)	9. of D Se B O E Is Fi (I
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BURNS JOHN J JR ALLEGHANY CORPORATION 7 TIMES SQUARE TOWER, 17TH FLOOR	Â X Â Â Â

NEW YORK, NY 10036

Signatures

John J. Burns, Jr.

02/06/2009

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).

(1) Gift to family member who does not share reporting person's household

(2) Gift to non-family member third party

(3) Gifts to family members who do not share reporting person's household

(4) Gifts to non-family member third parties

(5) Gift to 501(c)(3) foundation

(6) Gift to trust of which reporting person's spouse is sole trustee

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.