

# Edgar Filing: ALLEGHANY CORP /DE - Form 5

ALLEGHANY CORP /DE

Form 5

January 30, 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)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

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

7. Individual or Joint/Group Reporting (Check Applicable Line)

(X) 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)<br>Amount | 5. Amount of Securities Beneficially Owned at End of Year |
|----------------------|---------------------|---------|---------------------------------------------------------|-----------------------------------------------------------|
|                      |                     |         | A/ D Price                                              |                                                           |

|              |        |   |    |   |         |
|--------------|--------|---|----|---|---------|
| Common Stock | 5/1/01 | A | 65 | A | 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)<br>Amount | 6. Date Exercisable and Expiration Date<br>Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities<br>Title and Number of Shares | 8. Put or Call or Other Feature of Underlying Securities<br>Put or Call or Other Feature of Underlying Securities |
|---------------------------------|--------------------------------------------------------|---------------------|---------|------------------------------------------------------------------------------|------------------------------------------------------------------|----------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|
|                                 |                                                        |                     |         | A/ D Amount                                                                  | A/ D Date                                                        |                                                                            |                                                                                                                   |

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|                       |          |       |   |   |   |     |       |              |       |     |
|-----------------------|----------|-------|---|---|---|-----|-------|--------------|-------|-----|
| Option (right to buy) | \$210.10 | 4/30/ | A | 1 | A | (2) | 4/30/ | Common Stock | 1,000 | (2) |
|                       |          | 01    |   |   |   |     | 11    |              |       |     |

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### 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

January 10, 2002