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## News Release

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### **BROWN & BROWN, INC. ANNOUNCES A 4.1% INCREASE IN COMMISSIONS AND FEES REVENUES**

(*Daytona Beach and Tampa, Florida*) . . . Brown & Brown, Inc. (NYSE:BRO) today announced its net income and net income per share for the first quarter of 2009. Additionally, it announced that its commissions and fees revenues for the first quarter of 2009 increased 4.1% over the first quarter of 2008.

Net income for the first quarter of 2009 was \$48,012,000, or \$0.34 per share, compared with \$51,760,000, or \$0.37 per share for the same quarter of 2008.

Total revenues for the quarter ended March 31, 2009 were \$263,580,000, compared with \$256,715,000 recorded in the corresponding quarter of 2008, an increase of 2.7%.

J. Powell Brown, President of Brown & Brown, Inc., noted, “We are pleased to be delivering innovative and very cost effective insurance products and services to our new and existing customers, as well as generating industry-leading margins. Our first-quarter results reflect a continued slowdown in the economy, which has caused significant decreases in insurance exposure units. These results also demonstrate the effect of the very competitive insurance rate environment for property and casualty insurance that has prevailed over the last few years.”

Jim W. Henderson, Vice Chairman and Chief Operating Officer of the Company, added, “Our acquisition activity remains active and promising. For the year, we have closed on four deals representing a total of approximately \$12.5 million in forward annualized revenues. We remain conservative in our pricing and insistent on sustainable earnings. Substantially all of our acquisitions are funded by our robust internal cash flows.”

Brown & Brown, Inc. and its subsidiaries offer a broad range of insurance and reinsurance products and services, as well as risk management, third party administration, managed health care, and Medicare set-aside services and programs. Providing service to business, public entity, quasi-public entity, individual, trade and professional association clients nationwide, the Company is ranked by *Business Insurance* magazine as the United States’ seventh largest independent insurance intermediary. The Company’s Web address is [www.bbinsurance.com](http://www.bbinsurance.com).

This press release may contain certain statements relating to future results which are forward-looking statements, including those relating to future financial results and to acquisition opportunities. These statements are not historical facts, but instead represent only the Company's current belief regarding future events, many of which, by their nature, are inherently uncertain and outside of the Company's control. It is possible that the Company's actual results, financial condition and achievements may differ, possibly materially, from the anticipated results, financial condition and achievements contemplated by these forward-looking statements. Further information concerning the Company and its business, including factors that potentially could materially affect the Company's financial results and condition, as well as its other achievements, are contained in the Company's filings with the Securities and Exchange Commission. Some factors include: general economic conditions around the country; downward commercial property and casualty premium pressures; the effects of recent legislative and regulatory changes in Florida pertaining to the insurance industry, including those relating to coastal property coverages; the competitive environment; the integration of the Company's operations with those of businesses or assets the Company has acquired or may acquire in the future and the failure to realize the expected benefits of such integration; the potential occurrence of a disaster that affects certain areas of the States of California, Florida, Michigan, New Jersey, New York, Pennsylvania, Texas and/or Washington, where significant portions of the Company's business are concentrated; and the cost and impact on the Company of previously disclosed regulatory inquiries regarding industry and Company practices with respect to compensation received from insurance carriers. All forward-looking statements made herein are made only as of the date of this release, and the Company does not undertake any obligation to publicly update or correct any forward-looking statements to reflect events or circumstances that subsequently occur or of which the Company hereafter becomes aware.

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**Brown & Brown, Inc.**  
**CONSOLIDATED STATEMENTS OF INCOME**  
**For the Three Months Ended March 31, 2009 and 2008**  
(in thousands, except per share data)  
(unaudited)

	<u>2009</u>	<u>2008</u>
<b>REVENUES</b>		
Commissions and fees	\$263,964	\$253,528
Investment income	310	1,999
Other (loss) income, net	<u>(694)</u>	<u>1,188</u>
Total revenues	<u>263,580</u>	<u>256,715</u>
<b>EXPENSES</b>		
Employee compensation and benefits	127,341	121,187
Non-cash stock-based compensation	1,816	1,944
Other operating expenses	35,864	31,204
Amortization	12,385	11,116
Depreciation	3,333	3,246
Interest	<u>3,634</u>	<u>3,434</u>
Total expenses	<u>184,373</u>	<u>172,131</u>
Income before income taxes	79,207	84,584
Income taxes	<u>31,195</u>	<u>32,824</u>
Net income	<u>\$ 48,012</u>	<u>\$ 51,760</u>
Net income per share:		
Basic	<u>\$0.34</u>	<u>\$0.37</u>
Diluted	<u>\$0.34</u>	<u>\$0.37</u>
Weighted average number of shares outstanding:		
Basic	<u>141,558</u>	<u>140,704</u>
Diluted	<u>141,843</u>	<u>141,327</u>
Dividends declared per share	<u>\$0.075</u>	<u>\$0.070</u>

**Brown & Brown, Inc.**  
**INTERNAL GROWTH SCHEDULE**  
**Core Commissions and Fees<sup>(1)</sup>**  
**Three Months Ended March 31, 2009**  
(in thousands)  
(unaudited)

	<u>Quarter Ended 3/31/09</u>	<u>Quarter Ended 3/31/08</u>	<u>Total Net Change</u>	<u>Total Net Growth %</u>	<u>Less Acquisition Revenues</u>	<u>Internal Net Growth \$</u>	<u>Internal Net Growth %</u>
Florida Retail	\$ 40,131	\$ 41,227	\$ (1,096)	(2.7)%	\$ 3,667	\$ (4,763)	(11.6)%
National Retail	<u>77,527</u>	<u>70,156</u>	<u>7,371</u>	10.5%	11,443	(4,072)	(5.8)%
Western Retail	<u>25,293</u>	<u>21,087</u>	<u>4,206</u>	19.9%	<u>7,566</u>	<u>(3,360)</u>	(15.9)%
<b>Total Retail</b>	<u>142,951</u>	<u>132,470</u>	<u>10,481</u>	7.9%	<u>22,676</u>	<u>(12,195)</u>	(9.2)%
<b>Wholesale Brokerage</b>	34,462	36,878	(2,416)	(6.6)%	718	(3,134)	(8.5)%
Professional Programs	10,572	10,245	327	3.2%	-	327	3.2%
Special Programs	<u>37,968</u>	<u>27,800</u>	<u>10,168</u>	36.6%	-	<u>10,168</u>	36.6%
<b>Total National Programs</b>	<u>48,540</u>	<u>38,045</u>	<u>10,495</u>	27.6%	-	<u>10,495</u>	27.6%
<b>Services</b>	<u>8,085</u>	<u>7,933</u>	<u>152</u>	1.9%	-	<u>152</u>	1.9%
<b>Total Core Commissions and Fees <sup>(1)</sup></b>	<u>\$234,038</u>	<u>\$215,326</u>	<u>\$ 18,712</u>	8.7%	<u>\$23,394</u>	<u>\$ (4,682)</u>	(2.2)%

**Reconciliation of Internal Growth Schedule  
to Total Commissions and Fees**  
**Included in the Consolidated Statements of Income  
for the Three Months Ended March 31, 2009 and 2008**  
(in thousands)  
(unaudited)

	<u>Quarter Ended 3/31/09</u>	<u>Quarter Ended 3/31/08</u>
Total core commissions and fees <sup>(1)</sup>	\$234,038	\$215,326
Contingent commissions	29,926	36,347
Divested business	-	<u>1,855</u>
Total commission & fees	<u>\$263,964</u>	<u>\$253,528</u>

- (1) Total core commissions and fees are our total commissions and fees less (i) profit-sharing contingent commissions (revenue derived from special revenue-sharing commissions from insurance companies based upon the volume and the growth and/or profitability of the business placed with such companies during the prior year), and (ii) divested business (commissions and fees generated from offices, books of business or niches sold by the Company or terminated).

## CONSOLIDATED BALANCE SHEETS

(in thousands, except per share data)  
(unaudited)

	March 31, <u>2009</u>	December 31, <u>2008</u>
<b>ASSETS</b>		
Current assets:		
Cash and cash equivalents	\$ 126,439	\$ 78,557
Restricted cash and investments	140,840	144,750
Short-term investments	7,471	7,511
Premiums, commissions and fees receivable	230,838	244,515
Deferred income taxes	-	14,171
Other current assets	<u>26,821</u>	<u>33,528</u>
Total current assets	532,409	523,032
Fixed assets, net	63,354	63,520
Goodwill	1,044,417	1,023,372
Amortizable intangible assets, net	493,444	495,627
Other assets	<u>13,692</u>	<u>14,029</u>
Total assets	<u>\$2,147,316</u>	<u>\$2,119,580</u>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
Current liabilities:		
Premiums payable to insurance companies	\$ 367,438	\$ 357,707
Premium deposits and credits due customers	45,008	43,577
Accounts payable	31,802	18,872
Accrued expenses	55,797	96,325
Current portion of long-term debt	<u>6,526</u>	<u>6,162</u>
Total current liabilities	506,571	522,643
Long-term debt	251,427	253,616
Deferred income taxes, net	93,289	90,143
Other liabilities	14,596	11,437
Shareholders' equity:		
Common stock, par value \$0.10 per share; authorized 280,000 shares; issued and outstanding 141,549 at 2009 and 141,544 at 2008	14,155	14,154
Additional paid-in capital	252,478	250,167
Retained earnings	1,014,801	977,407
Accumulated other comprehensive income	<u>(1)</u>	<u>13</u>
Total shareholders' equity	<u>1,281,433</u>	<u>1,241,741</u>
Total liabilities and shareholders' equity	<u>\$2,147,316</u>	<u>\$2,119,580</u>