

MARSH & MCLENNAN COMPANIES, INC.

Form 3

January 06, 2016

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person * MCGIVNEY MARK C (Last) (First) (Middle)  1166 AVENUE OF THE AMERICAS (Street)  NEW YORK, NY 10036 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 01/01/2016	3. Issuer Name and Ticker or Trading Symbol MARSH & MCLENNAN COMPANIES, INC. [MMC]	4. Relationship of Reporting Person(s) to Issuer  (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Chief Financial Officer	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	15,905	D	^

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)  Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Restricted Stock Units	Â (1)	Â (1)	Common Stock	13,989	\$ (2)	D	Â
Stock Options (Right to Buy)	Â (3)	02/23/2022	Common Stock	5,174	\$ 31.885	D	Â
Stock Options (Right to Buy)	Â (4)	02/24/2023	Common Stock	13,105	\$ 36.495	D	Â
Stock Options (Right to Buy)	Â (5)	02/23/2024	Common Stock	18,116	\$ 48	D	Â
Stock Options (Right to Buy)	Â (6)	02/22/2025	Common Stock	15,433	\$ 56.84	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCGIVNEY MARK C 1166 AVENUE OF THE AMERICAS NEW YORK, NY 10036	Â	Â	Â Chief Financial Officer	Â

## Signatures

/s/ Tiffany D. Wooley,  
Attorney-in-Fact

01/06/2016

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Not Applicable.
- (2) The security converts to Marsh & McLennan Companies common stock on a 1-for-1 basis.
- (3) These options were granted on February 24, 2012 and vest in four equal annual installments. The first, second and third installments vested and became exercisable on February 24th of 2013, 2014 and 2015. The remaining installment vests on February 24, 2016.
- (4) These options were granted February 25, 2013 and vest in four equal annual installments. The first and second installments vested and became exercisable on February 25th of 2014 and 2015. The remaining installments vest on February 25th of 2016 and 2017.
- (5) These options were granted on February 24, 2014 and vest in four equal annual installments. The first installment vested and became exercisable on February 24, 2015. The remaining installments vest on February 24th of 2016, 2017 and 2018.
- (6) These options were granted on February 23, 2015 and vest in four equal annual installments on February 23rd of 2016, 2017, 2018 and 2019.

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