MARSH & MCLENNAN COMPANIES, INC.

Form 4 May 23, 2016

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

Form 5 obligations **SECURITIES**

Estimated average burden hours per response... 0.5

may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Glaser Daniel S Issuer Symbol MARSH & MCLENNAN (Check all applicable) COMPANIES, INC. [MMC] 10% Owner (Last) (First) (Middle) 3. Date of Earliest Transaction _X__ Director Other (specify X_ Officer (give title (Month/Day/Year) below) 1166 AVENUE OF THE 05/20/2016 President and CEO, MMC **AMERICAS** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting NEW YORK, NY 10036

(State)

(Zip)

(City)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

						-	, .	•	
1.Title of	2. Transaction Date		3.		_	uired (A) or	5. Amount of	6.	7. Nature
Security (Instr. 2)	(Month/Day/Year)	Execution Date, if	Code	onDisposed o (Instr. 3, 4			Securities Beneficially	Ownership Form:	of Indirect Beneficial
(Instr. 3)		any (Month/Day/Year)	(Instr. 8)	(IIISU. 3, 4	anu 3)		Owned	Direct (D)	Ownership
		(Wolldin Bay Tear)	(msu. o)				Following	or Indirect	(Instr. 4)
							Reported	(I)	(======================================
					(A)		Transaction(s)	(Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	05/20/2016		M <u>(1)</u>	100,000	A	\$ 0	444,436.9999	D	
Common Stock	05/20/2016		S <u>(1)</u>	163,300	D	\$ 64.4361	281,136.9999	D	

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

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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. Transactio Code (Instr. 8)	5. Number of onDerivative 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 25.815	05/20/2016		M(1)		100,000	<u>(2)</u>	12/09/2017	Common Stock	100,000

Deletionship

Reporting Owners

Reporting Owner Name / Address		Ketationships			
	Director	10% Owner	Officer	Other	
Glaser Daniel S					

1166 AVENUE OF THE AMERICAS X President and CEO, MMC NEW YORK, NY 10036

Signatures

/s/ Carey S. Roberts, 05/23/2016 Attorney-in-Fact

**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) This transaction was effected pursuant to a Rule 10b5-1 trading plan previously adopted by the Reporting Person.
 - These options were granted on December 10, 2007 and vested in four equal annual installments on December 10th of 2008, 2009, 2010 and 2011. The first three installments of these options became exercisable on March 2, 2011, when the closing price of Marsh &
- McLennan Companies common stock had been at least 15% higher than the exercise price of the options for ten consecutive trading days after the options had vested. The remaining installment of these options became exercisable on December 24, 2011, when the closing price of Marsh & McLennan Companies common stock had been at least 15% higher than the exercise price of the options for ten consecutive trading days after the options had vested.

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.

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