

MARSH & MCLENNAN COMPANIES, INC.

Form 4

August 14, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
RAPPORT ROBERT J

2. Issuer Name and Ticker or Trading Symbol
MARSH & MCLENNAN COMPANIES, INC. [MMC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

1166 AVENUE OF THE AMERICAS

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/12/2014

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
SVP and Controller

NEW YORK, NY 10036

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				(A) or (D)	Price					
Common Stock	03/31/2014		G ⁽¹⁾	V	6,060	D	\$ 0	26,069.034	D	
Common Stock	08/12/2014		M		14,000	A	\$ 0	40,097.497 (2)	D	
Common Stock	08/12/2014		S		14,000	D	\$ 51.3969	26,097.497	D	
Common Stock	08/12/2014		I ⁽³⁾		660.041	D	\$ 51.44	0	I	MMC 401(k) Savings & Investment

Edgar Filing: MARSH & MCLENNAN COMPANIES, INC. - Form 4

Includes shares acquired under the Marsh & McLennan Companies Employee Stock Purchase Plan and dividend reinvestment shares acquired on May 15, 2014.

The reporting person transferred funds within his account in the MMC 401(k) Savings & Investment Plan from units of the MMC Stock

- (3) Fund representing 660.041 shares of MMC common stock based on the closing price on August 12, 2014 of \$51.44 into other investments. This fund to fund transfer qualifies as an exempt Discretionary Transaction for purposes of Rule 16b-3.

These options vested in four equal annual installments on March 16th of 2006, 2007, 2008, and 2009. These options became exercisable

- (4) on February 14, 2013, 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.