

# AON PLC Reported by ROGERS JOHN W JR

## FORM 4

(Statement of Changes in Beneficial Ownership)

## Filed 07/05/05 for the Period Ending 06/30/05

Telephone (44) 20 7623 5500

CIK 0000315293

Symbol AON

SIC Code 6411 - Insurance Agents, Brokers, and Service

Industry Insurance (Miscellaneous)

Sector Financial

Fiscal Year 12/31





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

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Weshington, D.C. 20540

Washington, D.C. 20549

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# 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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *				2.	2. Issuer Name <b>and</b> Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
ROGERS JO	HN W J	R		A	O	N CORI	P [	AOC]								
(Last) (First) (Middle)				3.	3. Date of Earliest Transaction (MM/DD/YYYY)					X Director 10% Owner Officer (give title below) Other (specify						
AON CORPORATION - CORPORATE LAW DEPT, 200					6/30/2005						below)					
EAST RANDO FLOOR	OLPH S	STREE	CT, 8TF	I												
(Street)					4. If Amendment, Date Original Filed (MM/DD/YYYY)						6. Individual or Joint/Group Filing (Check Applicable Line)					
CHICAGO, IL 60601 (City) (State) (Zip)									_ X _ Form filed by One Reporting Person Form filed by More than One Reporting Person							
		Table l	I - Non-I	Deriv	ati	ive Securit	ties	Acquired	d, Dispos	ed of, or	· Beneficially	y Owned	[			
1				2. Tra	Trans. te Deemed Execution Date, if any Code V Amount (D) Price Securities B Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4)						6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership				
Tab	le II - De	rivative	Securitie	es Be	ne	ficially Ov	wne	ed ( e.g. , 1	outs, call	s, warra	nts, options	, convert	ible secur	ities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Date DE	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) Disposed of ( (Instr. 3, 4 an	or (D)	6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		(Instr. 5) Securi Benefi Owned		Ownership Form of Derivative	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction (s) (Instr. 4)	(I) (Instr. 4)		
Phantom Stock	(1)	6/30/2005		A		912.692 (2)		6/30/2005	(3)	Common Stock	912.692	(2)	10479.813	D		

#### **Explanation of Responses:**

- (1) The phantom stock units convert to shares of common stock on a 1-for-1 basis.
- (2) The phantom stock units represent an outside director fee that was deferred into a directors' deferred compensation arrangement. The amount shown in Column 5 represents derivative securities credited to the reporting person's deferred compensation arrangement following a participant-directed re-allocation of funds from an interest-bearing account to a stock account.
- (3) The phantom stock units will be paid in cash or Aon Corporation common stock on a distribution date elected by the reporting person.

**Reporting Owners** 

_ 1					
Demonting Oreman Name / Address	Relationships				
Reporting Owner Name / Address  ROGERS JOHN W JR AON CORPORATION - CORPORATE LAW DEPT  X	10% Owner	Officer	Other		
	X				
200 EAST RANDOLPH STREET, 8TH FLOOR					

CHICAGO, IL 60601			

### **Signatures**

/s/ Jennifer L. Kraft - by Jennifer L. Kraft pursuant to a power of attorney from John W. Rogers, Jr.

7/5/2005

Date

\*\* Signature of Reporting Person

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.