

AON PLC

Filed by

UBS GLOBAL ASSET MANAGEMENT AMERICAS INC

FORM SC 13G/A (Amended Statement of Ownership)

Filed 02/10/98

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

AON CORP

FORM SC 13G/A (Amended Statement of Ownership)

Filed 2/10/1998

Address	200 EAST RANDOLPH STREET CHICAGO, Illinois 60601
Telephone	312-381-1000
CIK	0000315293
Industry	Insurance (Miscellaneous)
Sector	Financial
Fiscal Year	12/31

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 3)*

AON Corporation

(Name of Issuer)

Common Stock

(Title of Class of Securities)

037389103

(CUSIP Number)

Check the following box if a fee is being paid with this statement // . (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1
NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Brinson Partners, Inc.
36-3664388

2
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

a //
b //

3
SEC USE ONLY

4
CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware corporation

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5
SOLE VOTING POWER

-0-

6
SHARED VOTING POWER

11,215,175 shares

7
SOLE DISPOSITIVE POWER

-0-

8
SHARED DISPOSITIVE POWER

11,215,175 shares

9
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11,215,175 shares

10
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.7%

12
TYPE OF REPORTING PERSON*

IA CO

*** SEE INSTRUCTION BEFORE FILLING OUT!**

1
NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Brinson Holdings, Inc.
36-3670610

2
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

a //
b //

3
SEC USE ONLY

4
CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware corporation

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5
SOLE VOTING POWER

-0-

6
SHARED VOTING POWER

11,215,175 shares

7
SOLE DISPOSITIVE POWER

-0-

8
SHARED DISPOSITIVE POWER

11,215,175 shares

9
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11,215,175 shares (see item 4 hereof).

10
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.7%

12
TYPE OF REPORTING PERSON*

HC CO

*** SEE INSTRUCTION BEFORE FILLING OUT!**

1

NAME OF REPORTING PERSON

S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

SBC Holding (USA), Inc.

13-3506524

2

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

a //

b //

3

SEC USE ONLY

4

CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware corporation

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5

SOLE VOTING POWER

-0-

6

SHARED VOTING POWER

11,234,563 shares

7

SOLE DISPOSITIVE POWER

-0-

8

SHARED DISPOSITIVE POWER

11,234,563 shares

9

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11,234,563 shares

10

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.7%

12

TYPE OF REPORTING PERSON*

HC CO

*** SEE INSTRUCTION BEFORE FILLING OUT!**

1
NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Swiss Bank Corporation
13-5424347

2
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

a //
b //

3
SEC USE ONLY

4
CITIZENSHIP OR PLACE OF ORGANIZATION

Swiss banking corporation
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5
SOLE VOTING POWER

-0-

6
SHARED VOTING POWER

11,234,563 shares

7
SOLE DISPOSITIVE POWER

-0-

8
SHARED DISPOSITIVE POWER

11,234,563 shares

9
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11,234,563 shares

10
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.7%

12
TYPE OF REPORTING PERSON*

HC CO

* SEE INSTRUCTION BEFORE FILLING OUT!

Item 1(a) Name of Issuer:

AON Corporation (the "Company")

Item 1(b) Address of Issuer's Principal Executive Offices:

123 N. Wacker Drive
Chicago, IL 60606

Item 2(a) Name of Person Filing:

Brinson Partners, Inc. ("BPI"), Brinson Holdings, Inc. ("BHI"), SBC Holding (USA), Inc. ("SBCUSA") and Swiss Bank Corporation ("SBC").

Item 2(b) Address of Principal Business:

BPI and BHI's principal business office is located at:

209 South LaSalle, Chicago, Illinois 60604-1295 SBCUSA's principal business office is located at:

222 Broadway, New York, NY 10038

SBC's principal business office is located at:

Aeschenplatz 6 CH-4002

Basel, Switzerland

Item 2(c) Citizenship:

Incorporated by reference to Item 4 of the cover pages.

Item 2(d) Title of Class of Securities:

Common Stock (the "Common Stock")

Item 2(e) CUSIP Number:

037389103

Item 3 Type of Person Filing:

BPI is an Investment Adviser registered under section 203 of the Investment Advisers Act of 1940. Each of BHI, SBCUSA and SBC is a Parent Holding Company in accordance with section 240.13d-1(b)(1)(ii)(G).

Item 4 Ownership:

Incorporated by reference to Items 5-11 of the cover pages.

Item 5 Ownership of Five Percent or Less of a Class:

Not Applicable

Item 6 Ownership of More than Five Percent on Behalf of

Another Person:

Accounts managed on a discretionary basis by BPI have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Common Stock. No account holds more than 5 percent of the outstanding Common Stock.

Item 7 Identification and Classification of the Subsidiary

Which Acquired the Security Being Reported on By the Parent Holding Company:

See item 3 above

**EXHIBIT 2
DELEGATION OF AUTHORITY**

I, Samuel W. Anderson, as Vice President and Secretary of Brinson Holdings, Inc. and Brinson Partners, Inc. (collectively the "Companies"), hereby delegate to Mark F. Kemper, as Assistant Secretary to the Companies, all necessary power and authority to execute, on behalf of the Companies, the following regulatory filings which the Companies may from time to time be obligated to file: Securities and Exchange Commission Forms 13F, 13G, 13D, 3, 4, and 5; Department of the Treasury International Capital Form S, and any other forms required in connection therewith.

Effective February 15, 1993

*/s/ Samuel W. Anderson
Samuel W. Anderson
Vice President and Secretary*

End of Filing

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