

# AON PLC Reported by FINDLAY D CAMERON

### FORM 4

(Statement of Changes in Beneficial Ownership)

### Filed 02/17/09 for the Period Ending 02/12/09

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 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 Add	ress of Re	porting I	Person *	2.	Iss	suer Nam	ne <b>and</b>	Ti	icker o	r Tra	adir	ng Symb	ool 5. Relation (Check all			Person(s)	to Issuer
FINDLAY D	CAMEI	RON		A	<b>O</b>	N COR	<b>RP</b> [ <i>A</i>	C	OC ]								
(Last)	(First)	(Mid	dle)	3.	Da	ate of Ea	rliest 7	ra	nsactio	on (M	IM/I	DD/YYYY	) Direct	or		10% Ov	wner
	( 22)		,										X Office below)	cer (give title	e below)	Othe	r (specify
AON CORPO	RATIO	N -					2	/1/	2/200	9			Exec VP	& Gener	al Counse	l	
CORPORATI			•														
EAST RAND	OLPH S	STREE	T, 8TI	H													
FLOOR																	
	(Street)					Amendn		at	e Orig	inal l	File	ed	6. Individ Applicable L		nt/Group I	Filing (Che	eck
CHICAGO, II	L 60601			(			,							,			
(City)	(State)	(Zip)											_ X _ Form file	iled by One	Reporting Per han One Repo	son	n
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		Table I	- Non-l	Deriv	ati	ve Secur	ities A	Aco	quired	, Dis	pos	sed of, o	or Beneficiall	y Owned			
1.Title of Security (Instr. 3)				2. Trai Date	ıs.	2A. Deemed	3. Tran Code	s.	4. Secu (A) or I				Amount of Securi			6. Ownership	7. Nature
(mour 5)				Duit		Execution Date, if		3)	(Instr. 3				nstr. 3 and 4)	1141104041011	(5)	Form:	Beneficial Ownership
						any				(A)						or Indirect	
							Code	v	Amoun	or (D)	I	Price				(I) (Instr. 4)	
Common Stock				2/12/2	009		М		20348	A	\$2	23.38	4	8282		D	
Common Stock				2/12/2	009		s		20348	D	\$40	0.0403	2	7934		D	
Common Stock				2/12/2	009		М		39352	A	\$2	23.38	6	7286		D	
Common Stock				2/12/2	009		S		39352	D	\$40	0.1363	2	7934		D	
Common Stock				2/12/2	009		М		4767	A	\$2	23.38	3	2701		D	
Common Stock				2/12/2	009		s		4767	D	\$40	0.2527	2	7934		D	
Common Stock				2/12/2	009		M		2200	A	\$2	23.38	3	0134		D	
Common Stock				2/12/2	009		S		2200	D	\$40	0.2668	2	7934		D	
Tab	le II - Dei	rivative (	Securiti	es Be	nef	icially C	)wned	. ( 4	<i>e.g.</i> , p	uts,	cal	ls, warr	ants, options	, convert	ible secur	ities)	
1. Title of Derivate	2.	3. Trans.	3A.	4.		5. Number			te Exerc			1	d Amount of		9. Number	10.	11. Nature
Security (Instr. 3)	Conversion or Exercise	Date	Deemed Execution	Trans Code		Derivative Securities	an	d E	Expiratio	n Date	;	Derivative	Underlying Security	Derivative Security	of derivative	Ownership Form of	Beneficial
	Price of Derivative		Date, if any	(Instr 8)		Acquired (ADisposed of						(Instr. 3 aı	nd 4)	(Instr. 5)	Securities Beneficially	Derivative Security:	Ownership (Instr. 4)
	Security		,			•	Ì								Owned Following	Direct (D) or Indirect	(======================================
						(Instr. 3, 4 a 5)	and								Reported	(I) (Instr.	
				Code	v	(A) (D	ъ.	ate kerc	eisable [	Expirat Date	tion	Title	Amount or Number of Shares		Transaction (s) (Instr. 4)	4)	
Employee Stock Option (Right to	\$23.38	2/12/2009		M	'	2034			(1) 3	3/17/20	015	Common		(2)	79652	D	
Buy)	-20.00				Ц		-					Stock					
<b>Employee Stock</b>																	

Tab	ole II - Dei	ivative :	Securitie	es Be	ne	fici	ally Own	ed ( <i>e.g.</i> ,	puts, cal	ls, warr	ants, options	, convert	ible secur	ities)	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans Code (Instr 8)		Der Sect Acq Disj	fumber of ivative urities quired (A) or posed of (D) tr. 3, 4 and	6. Date Exer and Expirati	Exercisable 7. Title and Amount of Securities Underlying Derivative Security		8. Price of Derivative Security (Instr. 5)	of derivative Securities Beneficially Owned Following	Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr.	Beneficial	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction (s) (Instr. 4)	4)	
Option (Right to Buy)	\$23.38	2/12/2009		M			39352	(1)	3/17/2015	Common Stock	39352	(2)	40300	D	
Employee Stock Option (Right to Buy)	\$23.38	2/12/2009		M			4767	(1)	3/17/2015	Common Stock	4767	(2)	35533	D	
Employee Stock Option (Right to Buy)	\$23.38	2/12/2009		M			2200	(1)	3/17/2015	Common Stock	2200	(2)	33333	D	

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

- (1) Vesting of the options occurred in accordance with the terms of the Aon Stock Incentive Plan as follows: of the original grant amount of 100,000 shares, one-third of the options vested on each of the second and third anniversary of the date of grant. The remaining options are scheduled to vest on March 17, 2009.
- (2) Stock option granted pursuant to the Aon Stock Incentive Plan.

**Reporting Owners** 

reporting 6 whers	,							
Departing Overson Name / Address		Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
FINDLAY D CAMERON								
AON CORPORATION - CORPORATE LAW DEPT	1							
			Exec VP & General Counsel	Į .				
200 EAST RANDOLPH STREET, 8TH FLOOR								
CHICAGO, IL 60601								

### **Signatures**

/s/ Jennifer L. Kraft - Jennifer L. Kraft pursuant to a power of attorney from D. Cameron Findlay

2/17/2009

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.