

# AON PLC Reported by CLEMENT PHILIP

## FORM 4

(Statement of Changes in Beneficial Ownership)

## Filed 02/27/13 for the Period Ending 02/25/13

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP **OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *					2. Issuer Name <b>and</b> Ticker or Trading Symbol							ng Syml	bol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Clement Philip					Aon plc [ AON ]													
(Last) (First) (Middle)					3. Date of Earliest Transaction (MM/DD/YYYY)							DD/YYYY	Y)	Director 10% Owner				
														X Officer (give title below) Other (specify				
AON CORPORATION -					2/25/2013									below) Global Chief Marketing Officer				
CORPORATI			. 200											010041 01				
EAST RANDO			,	Ŧ														
FLOOR			, -															
(Street)					4. If Amendment, Date Original Filed (MM/DD/YYYY)							6. Individual or Joint/Group Filing (Check Applicable Line)						
CHICAGO, I	L 60601																	
(City) (State) (Zip)														X _ Form filed by One Reporting Person Form filed by More than One Reporting Person				
		Table I	l - Non-l					_	_		_	<del></del>		eneficially			Ι.	
1. Title of Security (Instr. 3)				2. Tra Date			3. Trans. Code (Instr. 8)		(A) or Disposed (D)		of Following (Instr. 3		ring Reported Transaction(s) O			6. Ownership Form:	Beneficial	
						Date, if any	<u> </u>		(Ins	(Instr. 3, 4 and		5)	4				Direct (D) or Indirect	Ownership
						uny	Cod	le V	Am	ount (E	r	Price					(I) (Instr. 4)	(mstr. 1)
Class A Ordinary Shares 2/2				2/25/2	2013		M (1	1)	150	65 A		(1)		43353			D	
Class A Ordinary Shares 2/2				2/25/2	25/2013		F (2	)	73	5 I	\$:	59.45	42618		D			
			~		-													
									-					s, options			· · ·	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	se	3A. Deemed Execution Date, if any	4. Trans Code (Instr 8)	s. Derivative and Expiration Date Securities Der					Securities	s Underlying re Security		(Instr. 5)		Ownership Form of Derivative	Beneficial		
						(Instr. 3, 4 and 5)										Following Reported	or Indirect (I) (Instr.	
				Code	V (.	A) (D)		Date Exerc	isable	Expira Date	tion	Title	1	Amount or Number of Shares		Transaction (s) (Instr. 4)	4)	
Restricted Stock Unit Award (Right to Receive)	(3)	2/25/2013		М		1565		2/25/2		2/25/2	013	Class A Ordina Shares	ry	1565	\$0	0	D	

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

- (1) Class A Ordinary Shares acquired upon the vesting of a restricted stock unit award.
- (2) Class A Ordinary Shares withheld by the issuer for the payment of withholding taxes in connection with the vesting of a restricted stock unit award.
- (3) The restricted stock unit award converts to Class A Ordinary Shares on a 1-for-1 basis. In accordance with U.K. law, the reporting person agreed to pay the issuer the nominal value of US\$0.01 per share issued to the reporting person.
- (4) The restricted stock unit award will vest in accordance with the terms of the Aon Stock Incentive Plan as follows: 33 1/3% of the awards will vest on each of the first through third anniversaries of the date of grant.

Reporting Owners			
		Relationships	
I F			

Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Clement Philip				
AON CORPORATION - CORPORATE LAW DI	EPT			
200 EAST RANDOLPH STREET, 8TH FLOOR			Global Chief Marketing Officer	1
CHICAGO, IL 60601				

#### **Signatures**

/s/ Matthew M. Rice - Matthew M. Rice pursuant to a power of attorney from Philip Clement

2/27/2013

\*\* Signature of Reporting Person

Date

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.