

AON PLC Reported by VERBEEK DIRK PIETER

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 03/22/04 for the Period Ending 03/18/04

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 Address of Reporting Person * | | | | 2 | 2. Issuer Name and Ticker or Trading Symbol 5. | | | | | | | ng Symb | | onship of a | | Person(s) | to Issuer |
|--|---|---|-------------------------------------|-----------|--|---------------------------|------|--------------------------|-------|----------------------------------|---|-----------------|--|--|--|---|------------|
| VERBEEK D | IRK PI | ETER | | | | N COR | | | | | | | Dire | ctor | | 10% O | wner |
| (Last) | (First) | (Mid | ldle) | 3. | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | |) | X Officer (give title below) Other (specify | | | | | | |
| AON CORPORATION - CORPORATE LAW DEPT, 200 | | | | | | | | | | | | | dings by | - MD/CEO |) | | |
| EAST RANDO FLOOR | OLPH S | STREE | ET, 8TH | I | | | | | | | | | | | | | |
| | | | | | | | | | | | ed | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| CHICAGO, I | (State) | (Zip |) | | | | | | | | | | | | Reporting Pe than One Rep | | n |
| | | Table 1 | I - Non-I | Deriv | vati | ve Secur | itie | s Acqı | uire | ed, Di | spo | sed of, o | or Beneficia | lly Owned | l | | |
| 1 | | | 2. Tra | | Date, if | Deemed Execution Date, if | | Code Ac Instr. 8) Dis | | ities d (A) d of (4 an | or Fol D) (Ins | | ount of Securities Beneficially Owned ing Reported Transaction(s) 3 and 4) | | | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | | any | | Code | V A | Amount | (A) or (D) | Price | | | | or Indirect (I) (Instr. 4) | (Instr. 4) |
| Common Stock | | | | | | | | | | | | | ! | 94092 | | D | |
| Tab | le II - De | rivative | Securition | es Be | enef | icially O |)wn | ed (<i>e</i> . | .g., | puts, | , cal | ls, warr | ants, option | s, conver | 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) | s. 1 r | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | | | e | | | 8. Price of Derivative Security (Instr. 5) | derivative Securities Beneficially Owned Following Reported | Direct (D) or Indirect (I) (Instr. | Beneficial | |
| | | | | Code | v | (A) | (D) | Date Exercis | sable | Expira Date | ation | Title | Amount or Number of Shares | | Transaction (s) (Instr. 4) | 4) | |
| Employee Stock Option (Right to Buy) | \$27.155 | 3/18/2004 | | A | | 100000 | | (1) |) | 3/18/2 | 2014 | Common Stock | 100000 | (2) | 100000 | D | |

Explanation of Responses:

- (1) Vesting will occur in accordance with the terms of the Aon Stock Incentive Plan as follows: 33% on each of 03/18/06 and 03/18/08; 34% on 03/18/07.
- (2) Stock option granted pursuant to the Aon Stock Incentive Plan.

Reporting Owners

| Paparting Owner Name / Address | | | Relationships | onships | | |
|---|----------|-----------|--------------------------|---------|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | |
| VERBEEK DIRK PIETER AON CORPORATION - CORPORATE LAW DEPT | | | Aon Holdings by - MD/CEO | | | |
| 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. P. M. Verbeek

3/19/2004

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.