Doyle John Q Form 4 February 21, 2019

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

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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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Doyle John Q

(Middle)

2. Issuer Name and Ticker or Trading Symbol

MARSH & MCLENNAN

COMPANIES, INC. [MMC]

(Month/Day/Year)

02/19/2019

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

1166 AVENUE OF THE

**AMERICAS** 

(City)

(Instr. 3)

(Last)

3. Date of Earliest Transaction

Director 10% Owner Other (specify X\_ Officer (give title

below) President and CEO, Marsh

(Street)

(State)

(First)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

NEW YORK, NY 10036

1. Title of 2. Transaction Date 2A. Deemed Security

(Zip)

3. (Month/Day/Year) Execution Date, if Code (Month/Day/Year)

4. Securities TransactionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of Securities Beneficially Owned Following Reported

6. Ownership Form: Direct (Instr. 4)

7. Nature of Indirect (D) or Indirect Beneficial Ownership (Instr. 4)

(A) or Code V Amount (D) Price Transaction(s) (Instr. 3 and 4)

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative

Conversion

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

5. Number of TransactionDerivative

6. Date Exercisable and **Expiration Date** 

7. Title and Amount of **Underlying Securities** 

#### Edgar Filing: Doyle John Q - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities (Month/Day, Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		/Year)	(Instr. 3 and	4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 90.785	02/19/2019		A	78,519	<u>(1)</u>	02/18/2029	Common Stock	78,519
Restricted Stock Units	<u>(2)</u>	02/19/2019		A(3)	7,711	<u>(4)</u>	<u>(4)</u>	Common Stock	7,711
Restricted Stock Units	(2)	02/19/2019		A(5)	7,689	<u>(4)</u>	<u>(4)</u>	Common Stock	7,689

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Doyle John Q 1166 AVENUE OF THE AMERICAS

President and CEO, Marsh

# **Signatures**

/s/ Tiffany D. Wooley, Attorney-in-Fact

NEW YORK, NY 10036

02/21/2019

\*\*Signature of Reporting Person

Date

### **Explanation of Responses:**

- \* 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).
- (1) These options were granted on February 19, 2019 and vest in four equal annual installments on February 19th of 2020, 2021, 2022 and 2023.
- (2) The security converts to Marsh & McLennan Companies common stock on a 1-for-1 basis.
- (3) These restricted stock units vest in three equal annual installments on February 28th of 2020, 2021 and 2022.
- (4) Not Applicable.
- These restricted stock units relate to performance stock units that were granted on May 1, 2016 for the performance period 2016-2018. The performance factor for these performance stock units was determined on February 19, 2019.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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