

MARSH & MCLENNAN COMPANIES, INC.  
Form 8-K  
October 20, 2016

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

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FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of report (Date of earliest event reported) October 19, 2016

Marsh & McLennan Companies, Inc.  
(Exact Name of Registrant as Specified in its Charter)

Delaware 1-5998 36-2668272  
(State or Other Jurisdiction of Incorporation) (Commission File Number) (IRS Employer  
Identification No.)

1166 Avenue of the Americas, New York, NY 10036  
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code 212 345-5000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On October 19, 2016, Marsh & McLennan Companies, Inc. (the “Company”) amended its U.S. defined benefit retirement plans to discontinue further benefit accruals at the end of the year. At the same time, the Company amended its U.S. defined contribution retirement plans for most of its U.S. employees to add an automatic Company contribution equal to 4% of eligible base pay beginning on January 1, 2017. This new Company contribution, together with the Company’s current matching contribution, provides eligible U.S. employees with the opportunity to receive a total contribution of up to 7% of eligible base pay. These actions are designed to better position the Company for sustained growth in the future.

These changes affect the Company’s U.S. qualified retirement plans as well as its U.S. non-qualified retirement plans, which provide benefits once IRS limits are reached in the qualified plans. The Company’s named executive officers are participants in both the qualified and non-qualified plans.

The plans affected are the Marsh & McLennan Companies Benefit Equalization Plan, Marsh & McLennan Companies Supplemental Retirement Plan, Marsh & McLennan Companies Retirement Plan A, Marsh & McLennan Companies Retirement Plan B, Marsh & McLennan Companies Supplemental Savings & Investment Plan and Marsh & McLennan Companies 401(k) Savings & Investment Plan.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MARSH & McLENNAN COMPANIES, INC.

By: /s/ Carey Roberts

Name: Carey Roberts

Title: Deputy General Counsel, Chief Compliance Officer &  
Corporate Secretary

Date: October 20, 2016