

MARSH & MCLENNAN COMPANIES, INC.

Form 4

March 10, 2017

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Glaser Daniel S

2. Issuer Name and Ticker or Trading
Symbol
MARSH & MCLENNAN
COMPANIES, INC. [MMC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
1166 AVENUE OF THE
AMERICAS

3. Date of Earliest Transaction
(Month/Day/Year)
03/08/2017

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President and CEO, MMC

(Street)
NEW YORK, NY 10036

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	03/08/2017		M ⁽¹⁾		203,599	A	\$ 0	483,210.9999	D
Common Stock	03/08/2017		S ⁽¹⁾		203,599	D	\$ 73.202	279,611.9999	D
Common Stock	03/09/2017		M ⁽¹⁾		237,268	A	\$ 0	516,879.9999	D
Common Stock	03/09/2017		S ⁽¹⁾		237,268	D	\$ 73.111	279,611.9999	D
Common Stock	03/10/2017		M ⁽¹⁾		47,620	A	\$ 0	327,231.9999	D

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Common Stock 03/10/2017 S⁽¹⁾ 47,620 D \$ 73.3365 279,611.9999 D

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Options (Right to Buy)	\$ 19.045	03/08/2017		M ⁽¹⁾	203,599	⁽²⁾ 02/22/2019	Common Stock 203,599
Stock Options (Right to Buy)	\$ 19.045	03/09/2017		M ⁽¹⁾	237,268	⁽²⁾ 02/22/2019	Common Stock 237,268
Stock Options (Right to Buy)	\$ 19.045	03/10/2017		M ⁽¹⁾	47,620	⁽²⁾ 02/22/2019	Common Stock 47,620

Reporting Owners

Reporting Owner Name / Address	Relationships		
	Director	10% Owner	Officer
Glaser Daniel S 1166 AVENUE OF THE AMERICAS NEW YORK, NY 10036	X		President and CEO, MMC

Signatures

/s/ Tiffany D. Wooley,
Attorney-in-Fact 03/10/2017

____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) This transaction was effected pursuant to a Rule 10b5-1 trading plan previously adopted by the Reporting Person.
- (2) These options vested and became exercisable in four equal annual installments on February 23rd of 2010, 2011, 2012 and 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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