

Ferland Martine
 Form 3
 March 05, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Ferland Martine | | (Month/Day/Year) | MARSH & MCLENNAN COMPANIES, INC. [MMC] | |
| (Last) | (First) | (Middle) | 03/01/2019 | |
| 1166 AVENUE OF THE AMERICAS | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| NEW YORK, Â NY Â 10036 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | President and CEO, Mercer | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 2,763 | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|------------------------------|------------------|-----------------|--------------|----------------------------|-----------|----------------------------|---|
| Restricted Stock Units | Â (1) | Â (1) | Common Stock | 8,798 | \$ (2) | D | Â |
| Stock Options (Right to Buy) | Â (3) | 02/21/2026 | Common Stock | 9,192 | \$ 57.325 | D | Â |
| Stock Options (Right to Buy) | Â (4) | 02/21/2027 | Common Stock | 7,912 | \$ 73.195 | D | Â |
| Stock Options (Right to Buy) | Â (5) | 02/20/2028 | Common Stock | 7,518 | \$ 83.046 | D | Â |
| Stock Options (Right to Buy) | Â (6) | 02/18/2029 | Common Stock | 56,085 | \$ 90.785 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Ferland Martine 1166 AVENUE OF THE AMERICAS NEW YORK, NY 10036 | Â | Â | Â President and CEO, Mercer | Â |

Signatures

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

03/05/2019

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Not Applicable.
- (2) This security converts to Marsh & McLennan Companies common stock on a 1-for-1 basis.
- (3) These options were granted on February 22, 2016 and vest in four equal annual installments. The first three installments vested and became exercisable on February 22nd of 2017, 2018 and 2019. The remaining installment vests on February 22nd of 2020.
- (4) These options were granted on February 22, 2017 and vest in four equal annual installments. The first two installments vested and became exercisable on February 22nd of 2018 and 2019. The remaining installments vest on February 22nd of 2020 and 2021.
- (5) These options were granted on February 21, 2018 and vest in four equal annual installments. The first installment vested and became exercisable on February 21, 2019. The remaining installments vest on February 21st of 2020, 2021 and 2022.
- (6) These options were granted on February 19, 2019 and vest in four equal annual installments on February 19th of 2020, 2021, 2022 and 2023.

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.