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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement MARSH & MCLENNAN COMPANIES, INC. [MMC] Ferland Martine (Month/Day/Year) 03/01/2019 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 1166 AVENUE OF THE (Check all applicable) **AMERICAS** (Street) 6. Individual or Joint/Group 10% Owner Director _X__ Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting President and CEO, Mercer Person NEW YORK, NYÂ 10036 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 4. Nature of Indirect Beneficial Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 5) (Instr. 4) Form: Direct (D) or Indirect (I) (Instr. 5) Â Common Stock D 2,763 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. 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.

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

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

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

Reporting Owners

Reporting Owner Name / Address	Relationships				
Troporting of the Francisco	Director	10% Owner	Officer	Other	
Ferland Martine 1166 AVENUE OF THE AMERICAS NEW YORK, NY 10036	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.

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