

Edgar Filing: Aon plc - Form FWP

Aon plc  
Form FWP  
November 09, 2015

Filed pursuant to Rule 433

Relating to Preliminary Prospectus Supplement dated November 9, 2015 to

Prospectus dated September 3, 2015

Registration No. 333-206759 and 333-206759-01

**Aon plc**

**TERM SHEET**

**\$400,000,000 2.800% SENIOR NOTES DUE 2021**

<b>Issuer:</b>	Aon plc
<b>Securities:</b>	2.800% Senior Notes due 2021
<b>Guarantor:</b>	Aon Corporation
<b>Legal Format:</b>	SEC Registered
<b>Amount:</b>	\$400,000,000
<b>Ranking:</b>	Senior Unsecured
<b>Expected Ratings*:</b>	Moody's Investors Service: Baa2 Standard & Poor's: A- Fitch: BBB+
<b>Trade Date:</b>	November 9, 2015
<b>Settlement Date (T+3):</b>	November 13, 2015
<b>Maturity Date:</b>	March 15, 2021
<b>Reference Treasury:</b>	1.375% due October 31, 2020
<b>Reference Treasury Price and Yield:</b>	98-083/4 ; 1.739%
<b>Reoffer Spread to Treasury:</b>	+110 bps
<b>Reoffer Yield:</b>	2.839%
<b>Coupon:</b>	2.800%
<b>Denominations:</b>	\$2,000 and multiples of \$1,000

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<b>Interest Payment Dates:</b>	Semi-annually in arrears on March 15 and September 15, beginning on March 15, 2016 (short first coupon)
<b>Price to Public:</b>	99.810%
<b>Proceeds to Issuer (before expenses):</b>	\$397,240,000
<b>CUSIP / ISIN:</b>	00185AAJ3 / US00185AAJ34
<b>Optional Redemption:</b>	Prior to February 15, 2021, we may redeem all of the Notes at any time or some of the Notes from time to time at a redemption price equal to the greater of 100% of the principal amount of the Notes being redeemed and a make whole using a discount rate of the Reference Treasury plus 20 basis points.

On or after February 15, 2021, we may redeem any or all of the Notes at a redemption price equal to 100% of the principal amount of the Notes being redeemed.

In the event of certain changes in respect of taxes applicable to the Notes or the Guarantee of the Notes, we may redeem the Notes in whole at any time at a redemption price equal to 100% of the principal amount of the Notes being redeemed.

See Description of the Securities Optional Redemption and Description of the Securities Optional Tax Redemption in the preliminary prospectus supplement for more information.

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**Joint Book-Running Managers:**

Citigroup Global Markets Inc.

Goldman, Sachs & Co.

Barclays Capital Inc.

Credit Suisse Securities (USA) LLC

**Co-Managers:**

Aon Securities Inc.

UniCredit Capital Markets LLC

U.S. Bancorp Investments, Inc.

Loop Capital Markets LLC

The Williams Capital Group, L.P.

**Conflicts:**

Aon Securities Inc. is an indirect wholly owned subsidiary of Aon plc. This offering is subject to, and will be conducted in compliance with, the requirements of Rule 5121 of the Financial Institution Regulatory Authority ( FINRA ) regarding a FINRA member firm distributing the securities of an affiliate.

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*\* An explanation of the significance of ratings may be obtained from the rating agencies. Generally, rating agencies base their ratings on such material and information, and such of their own investigations, studies and assumptions, as they deem appropriate. The rating of the notes should be evaluated independently from similar ratings of other securities. A credit rating of a security is not a recommendation to buy, sell or hold securities and may be subject to review, revision, suspension, reduction or withdrawal at any time by the assigning rating agency.*

**The issuer and the guarantor have filed a registration statement, including a prospectus, with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer, the guarantor and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the Joint Book-Running Managers in the offering will arrange to send you the prospectus if you request it by contacting Citigroup Global Markets Inc. toll-free at 1-800-831-9146, Goldman, Sachs & Co. toll-free at 1-866-471-2526, Barclays Capital Inc. toll free at 1-888-603-5847 and Credit Suisse Securities (USA) LLC toll free at 1-800-221-1037.**