Ledford Laurie Form 4 March 02, 2018

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** Ledford Laurie		ing Person *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			MARSH & MCLENNAN COMPANIES, INC. [MMC]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Director 10% Owner Other (give title Other (specify			
1166 AVENUE OF THE AMERICAS			02/28/2018	below) below) SVP & Chief HR Officer			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
NEW YORK, NY 10036							
(6:1)	(04-4-)	(7.)					

(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned
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							1 , P	,	
1.Title of	2. Transaction Date	3. 4. Securities Acquired			5. Amount of	6.	7. Nature of		
Security	(Month/Day/Year)	Transaction(A) or Disposed of (D)				Securities	Ownership	Indirect	
(Instr. 3)		any	Code (Instr. 3, 4 and 5)				Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 8)			Owned	Direct (D)	Ownership
							Following	or Indirect	(Instr. 4)
					(A)		Reported Transaction(s)	(I) (Instr. 4)	
					or		(Instr. 3 and 4)	(IIIstr. +)	
			Code V	Amount	(D)	Price	(msu: 5 und 1)		
Common	02/28/2018		$M^{(1)}$	9,206	A	\$ 0	14,484.5441	D	
Stock	02/20/2010		1V1 <u>~~</u>	7,200	А	ΨΟ	14,404.5441	D	
Common						¢			
Common	02/28/2018		$F_{\underline{(1)}}$	4,901	D) 04.07	9,583.5441	D	
Stock						84.87			
									MMC
									401(k)
Common							622.314 (2)	I	Savings &
Stock							022.314 💛	1	· ·
									Investment
									Plan

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

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SEC 1474 (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. Transactic Code (Instr. 8)	5. Number omf Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Expiration Date courities (Month/Day/Year) equired (Month/Day/Year) esposed of (Month/Day/Year) esposed of (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deri Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(3)	02/28/2018		M(1)	9,206	<u>(4)</u>	<u>(4)</u>	Common Stock	9,206	93

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Ledford Laurie

1166 AVENUE OF THE AMERICAS NEW YORK, NY 10036 SVP & Chief HR Officer

Signatures

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

03/02/2018

**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).

Vesting and distribution to reporting person of 9,206 shares underlying restricted stock units of which 4,901 were withheld by Marsh & McLennan Companies to cover applicable taxes. These 9,206 shares underlying restricted stock units relate to 1,467 restricted stock units

- (1) that were granted on February 23, 2015, 5,147 restricted stock units relating to performance stock units that were granted on February 23, 2015 for the performance period 2015-2017, 1,454 restricted stock units that were granted on February 22, 2016 and 1,138 restricted stock units that were granted on February 22, 2017.
- (2) Reflects additional shares acquired by the Marsh & McLennan Companies 401(k) Savings & Investment Plan (SIP) Custodian at prevailing market prices. Information reported herein is based on reporting person's Plan Statement as of year end.
- (3) The security converts to Marsh & McLennan Companies common stock on a 1-for-1 basis.

Reporting Owners 2

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(4) Not Applicable.

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.