

MARSH & MCLENNAN COMPANIES, INC.

Form 4

August 28, 2013

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Zaffino Peter

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
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/26/2013

____ Director
 Officer (give title below) _____ Other (specify below)
President & CEO, Marsh

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 or Price		
Common Stock	08/26/2013		M		12,000 A \$ 42.4904	D	
Common Stock	08/26/2013		M		5,205 A \$ 42.4904	D	
Common Stock	08/26/2013		M		4,690 A \$ 42.4904	D	
Common Stock	08/26/2013		M		6,251 A \$ 42.4904	D	
Common Stock	08/26/2013		M		46,079 A \$ 42.4904	D	

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Common Stock 08/26/2013 S 74,225 D \$ 42.4904 69,048 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)	\$ 30.505	08/26/2013		M	12,000	03/16/2006 03/15/2015	Common Stock	12,000	
Stock Options (Right to Buy)	\$ 27.86	08/26/2013		M	5,205	07/01/2007 03/16/2014	Common Stock	5,205	
Stock Options (Right to Buy)	\$ 30.215	08/26/2013		M	4,690	03/15/2007 03/14/2016	Common Stock	4,690	
Stock Options (Right to Buy)	\$ 29.6	08/26/2013		M	6,251	02/12/2008 02/11/2017	Common Stock	6,251	
Stock Options (Right to Buy)	\$ 19.045	08/26/2013		M	46,079	02/23/2010 02/22/2019	Common Stock	46,079	

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director 10% Owner Officer Other

Zaffino Peter
1166 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

President & CEO, Marsh

Signatures

/s/ Lucy Fato,
Attorney-in-Fact

08/28/2013

_*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).

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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