

MOCZARSKI ALEXANDER S
 Form 3
 April 22, 2011

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 MOCZARSKI ALEXANDER S | | | (Month/Day/Year) | MARSH & MCLENNAN COMPANIES, INC. [MMC] | |
| (Last) | (First) | (Middle) | 04/20/2011 | | |
| 1166 AVENUE OF THE AMERICAS | | | 4. Relationship of Reporting Person(s) to Issuer | | |
| (Street) | | | (Check all applicable) | | |
| NEW YORK, Â NY Â 10036 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) President & CEO, Guy Carpenter | | |
| (City) | (State) | (Zip) | 5. If Amendment, Date Original Filed(Month/Day/Year) | | |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | | |

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 | 49,269 | 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 | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|------------------------------|------------------|-----------------|--------------|----------------------------|-----------|---------------------------------------|---|
| Restricted Stock Units | Â (1) | Â (1) | Common Stock | 29,116 | \$ (2) | D | Â |
| Stock Options (Right to Buy) | Â (3) | 03/16/2014 | Common Stock | 9,524 | \$ 27.86 | D | Â |
| Stock Options (Right to Buy) | Â (4) | 03/15/2015 | Common Stock | 50,000 | \$ 30.505 | D | Â |
| Stock Options (Right to Buy) | Â (5) | 03/14/2016 | Common Stock | 19,050 | \$ 30.215 | D | Â |
| Stock Options (Right to Buy) | Â (6) | 02/11/2017 | Common Stock | 5,963 | \$ 29.6 | D | Â |
| Stock Options (Right to Buy) | Â (7) | 02/21/2020 | Common Stock | 61,856 | \$ 22.705 | D | Â |
| Stock Options (Right to Buy) | Â (8) | 02/20/2021 | Common Stock | 22,489 | \$ 30.595 | D | Â |
| Stock Options (Right to Buy) | 07/01/2007 | 03/20/2012 | Common Stock | 3,612 | \$ 27.86 | D | Â |
| Stock Options (Right to Buy) | 07/01/2007 | 03/19/2013 | Common Stock | 7,500 | \$ 27.86 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MOCZARSKI ALEXANDER S 1166 AVENUE OF THE AMERICAS NEW YORK, NY 10036 | Â | Â | Â President & CEO, Guy Carpenter | Â |

Signatures

/s/ Lucy Fato,
Attorney-in-Fact

04/22/2011

**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) The security converts to Marsh & McLennan Companies common stock on a 1-for-1 basis.
- (3) These options vested in two installments as follows: 7,143 on July 1, 2007 and 2,381 on March 17, 2008.
- (4) These options vested in four equal annual installments on March 16th of 2006, 2007, 2008, and 2009. These options become exercisable only if, after they are vested, the closing price of Marsh & McLennan Companies common stock is at least 15% higher than the exercise

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price of the options for ten consecutive trading days.

(5) These options vested in four equal annual installments on March 15th of 2007, 2008, 2009, and 2010. These options become exercisable only if, after they are vested, the closing price of Marsh & McLennan Companies common stock is at least 15% higher than the exercise price of the options for ten consecutive trading days.

(6) These options vested in four equal annual installments on February 12th of 2008, 2009, 2010, and 2011. These options become exercisable only if, after they are vested, the closing price of Marsh & McLennan Companies common stock is at least 15% higher than the exercise price of the options for ten consecutive trading days.

(7) These options vest in four equal annual installments on February 22nd of 2011, 2012, 2013 and 2014.

(8) These options vest in four equal annual installments on February 21st of 2012, 2013, 2014 and 2015.

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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