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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

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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

SECURITIES

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] MOCZARSKI ALEXANDER (Month/Day/Year) S 04/20/2011 (Last) (First) (Middle) 5. If Amendment, Date Original 4. Relationship of Reporting Person(s) to Issuer Filed(Month/Day/Year) 1166 AVENUE OF THE (Check all applicable) **AMERICAS** (Street) 6. Individual or Joint/Group Director 10% Owner _X__ Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting President & CEO, Guy Carpenter 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 3. 4. Nature of Indirect Beneficial Beneficially Owned (Instr. 4) Ownership Ownership (Instr. 4) (Instr. 5) Form: Direct (D) or Indirect (I) (Instr. 5) Â Common Stock 49,269 D 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)

(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	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
			Derivative	Security:	

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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	(1)	(1)	Common Stock	29,116	\$ <u>(2)</u>	D	Â
Stock Options (Right to Buy)	(3)	03/16/2014	Common Stock	9,524	\$ 27.86	D	Â
Stock Options (Right to Buy)	(4)	03/15/2015	Common Stock	50,000	\$ 30.505	D	Â
Stock Options (Right to Buy)	(5)	03/14/2016	Common Stock	19,050	\$ 30.215	D	Â
Stock Options (Right to Buy)	(6)	02/11/2017	Common Stock	5,963	\$ 29.6	D	Â
Stock Options (Right to Buy)	(7)	02/21/2020	Common Stock	61,856	\$ 22.705	D	Â
Stock Options (Right to Buy)	(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			
· F · · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other
MOCZARSKI ALEXANDER S 1166 AVENUE OF THE AMERICAS NEW YORK, NY 10036	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

Reporting Owners 2

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price of the options for ten consecutive trading days.

- 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.
 - These options vested in four equal annual installments on February 12th of 2008, 2009, 2010, and 2011. These options become
- (6) 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. 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.