

AON CORP  
Form 8-K  
October 05, 2005

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): **September 30, 2005**

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**Aon Corporation**

(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**1-7933**  
(Commission File Number)

**36-3051915**  
(IRS Employer  
Identification No.)

**200 East Randolph Street, Chicago, Illinois**  
(Address of Principal Executive Offices)

**60601**  
(Zip Code)

Registrant's telephone number, including area code: **(312) 381-1000**

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**Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 1.01. Entry into a Material Definitive Agreement.**

On September 30, 2005, Aon Corporation (the Company ) entered into an amendment (the Amendment ) with the lenders under its \$600 million revolving credit facility (as amended by the Amendment, the U.S. Facility ).

The Amendment extends the term of the U.S. Facility from three years to five years. As a result, the U.S. Facility will mature on February 3, 2010.

In addition, among other things, the Amendment: (i) eliminates the requirement of a guarantee from Aon Group, Inc. or any other subsidiary; (ii) deletes certain covenants, including those with respect to guarantors and acquisitions; and (iii) revises certain covenants, including those with respect to mergers, dispositions and indebtedness.

The foregoing summary is qualified in its entirety by reference to the Amendment, a copy of which is filed herewith and incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(a) (b) Not applicable.

(c) Exhibits:

<b>Exhibit Number</b>	<b>Description of Exhibit</b>
10.1	Amendment No. 1 to \$600,000,000 Three-Year Credit Agreement dated as of February 3, 2005 among Aon Corporation, Citibank, N.A., as Administrative Agent and the lenders listed therein.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Aon CORPORATION**

By:

/s/ David P. Bolger  
David P. Bolger  
*Executive Vice President, Chief Financial Officer  
and  
Chief Administrative Officer*

Date: October 5, 2005

**EXHIBIT INDEX**

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