

Legris Yvan
Form 4
March 18, 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 *
Legris Yvan

(Last) (First) (Middle)
10 DEVONSHIRE SQUARE
(Street)

LONDON, X0 EC2M 4PL

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Aon plc [AON]

3. Date of Earliest Transaction
(Month/Day/Year)
03/15/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
CEO EMEA - Aon Hewitt

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-------|---|
| | | | Code | V | Amount or Price | | | | |
| Class A Ordinary Shares | 03/15/2013 | | M ⁽¹⁾ | | 1,906 | A | 1,906 | D | |
| Class A Ordinary Shares | 03/15/2013 | | F ⁽²⁾ | | 991 | D | \$ 59.9 | 915 | D |
| Class A Ordinary Shares | 03/15/2013 | | M ⁽¹⁾ | | 2,562 | A | 1,477 | 3,477 | D |
| Class A Ordinary Shares | 03/15/2013 | | F ⁽²⁾ | | 1,333 | D | \$ 59.9 | 2,144 | D |

Shares

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 (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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|----------------------------|
| Restricted Stock Unit Award (Right to Receive) | (3) | 03/15/2013 | | M | 1,906 | 03/15/2013 ⁽⁴⁾ 03/15/2015 | Class A Ordinary Shares | 1,906 |
| Restricted Stock Unit Award (Right to Receive) | (3) | 03/15/2013 | | M | 2,562 | 03/15/2013 ⁽⁵⁾ 03/15/2017 | Class A Ordinary Shares | 2,562 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Legris Yvan 10 DEVONSHIRE SQUARE LONDON, X0 EC2M 4PL | | | CEO EMEA - Aon Hewitt | |

Signatures

/s/ Matthew M. Rice - Matthew M. Rice pursuant to a power of attorney from Yvan Legris

03/18/2013

__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).

- (1) Class A Ordinary Shares acquired upon the vesting of a restricted stock unit award.
- (2) Class A Ordinary Shares withheld by the issuer for the payment of withholding taxes in connection with the vesting of a restricted stock unit award.
- (3) The restricted stock unit award converts to Class A Ordinary Shares on a 1-for-1 basis. In accordance with U.K. law, the reporting person agreed to pay the issuer the nominal value of US\$0.01 per share issued to the reporting person.
- (4) The restricted stock unit award will vest in accordance with the terms of the Aon Stock Incentive Plan as follows: 1/3 of the restricted stock units will vest on each of March 15, 2013, March 15, 2014 and March 15, 2015.
- (5) The restricted stock unit award will vest in accordance with the terms of the Aon Stock Incentive Plan as follows: 1/5 of the restricted stock units will vest on each of March 15, 2013, March 15, 2014, March 15, 2015, March 15, 2016 and March 15, 2017.

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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