

MARSH & MCLENNAN COMPANIES, INC.

Form 3

October 05, 2006

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 *

Bartley Matthew B

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

09/25/2006

3. Issuer Name and Ticker or Trading Symbol

MARSH & MCLENNAN COMPANIES, INC. [MMC]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Chief Financial Officer

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting Person1166 AVENUE OF THE
AMERICAS

(Street)

NEW YORK, NY 10036

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. 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

3,133.7217

D

A

Common Stock - SIP

2,247.239

I

Stock Investment Plan (401(k))

Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****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 of5. Ownership
Form of
Derivative6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stk. Units -SISP	Â (1)	Â (1)	Common Stock	2,477.356	\$ (1)	D	Â
Restricted Stock Units	Â (1)	Â (1)	Common Stock	2,791	\$ (2)	D	Â
Restricted Stock Units - Bonus Deferral Plan	Â (1)	Â (1)	Common Stock	9,826.119	\$ (1)	D	Â
Stock Options (Right to buy)	07/01/2007	03/19/2013	Common Stock	5,000	\$ 27.86	D	Â
Stock Options (Right to buy)	07/01/2007	01/17/2011	Common Stock	5,715	\$ 27.86	D	Â
Stock Options (Right to buy)	Â (3)	03/16/2014	Common Stock	4,524	\$ 27.86	D	Â
Stock Options (Right to buy)	07/01/2007	03/20/2012	Common Stock	2,778	\$ 27.86	D	Â
Stock Options (Right to buy)	07/01/2007	03/14/2011	Common Stock	3,704	\$ 27.86	D	Â
Stock Options (Right to buy)	Â (4)	03/14/2016	Common Stock	5,000	\$ 30.215	D	Â
Stock Options (Right to buy)	Â (5)	03/15/2015	Common Stock	14,000	\$ 30.505	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bartley Matthew B 1166 AVENUE OF THE AMERICAS NEW YORK, NY 10036	Â	Â	Â Chief Financial Officer	Â

Signatures

Matthew B.
Bartley

10/04/2006

__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).
- (5) These options vest 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 price of MMC common stock is at least 15% higher than the exercise price of the options for ten

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consecutive trading days.

These options vest 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 price of MMC common stock is at least 15% higher than the exercise price of the options for ten consecutive trading days.

- (2) The security converts to MMC Common Stock on a 1-for-1 basis.
- (3) 3,393 of these options vest on 7/1/2007 and the remaining 1,131 options vest on 3/17/2008.
- (1) Not Applicable

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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