

# AON PLC Reported by BOLGER DAVID P

## FORM 4

(Statement of Changes in Beneficial Ownership)

## Filed 03/20/06 for the Period Ending 03/16/06

Telephone (44) 20 7623 5500

CIK 0000315293

Symbol AON

SIC Code 6411 - Insurance Agents, Brokers, and Service

Industry Insurance (Miscellaneous)

Sector Financial

Fiscal Year 12/31





[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

Washington, D.C. 20549

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### 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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *				2.	2. Issuer Name <b>and</b> Ticker or Trading Symbol											5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
BOLGER DAVID P					AON CORP [ AOC ]															
(Last) (First) (Middle)				3.	3. Date of Earliest Transaction (MM/DD/YYYY)									DD/YYYY	o	Director 10% Owner X Officer (give title below) Other (specify below)				
AON CORPO			• • • •					3	/16	6/20	06				Exec. V	P, C	FO &	CAO		
CORPORATI EAST RANDO				т																
EAST KAND	OLFH S	IKEE	1,011	1																
12001	(Street)					Ameno DD/YYY		ent, I	Date	Ori	gina	al F	ile	d	6. Indiv			nt/Group I	Filing (Che	eck
CHICAGO, II		<b></b>													_ <b>X</b> _ Forn	n filed	by One	Reporting Per	rson	
(City)	(State)	(Zip)													Form	filed b	y More t	han One Rep	orting Person	n
		Table I	- Non-I	Deriv	ati	ve Sec	urit	ties A	Acq	uire	d, I	Disp	os	sed of, o	or Beneficia	ally C	wned			
1			2. Trai	ns.	2A. Deemed Execution Date, if	d C	3. Tran Code (Instr. )	e (A) (		or Disposed of		of (D) Fo	lowing Reported Transaction(s) Ownership of str. 3 and 4) Form: Bo		7. Nature of Indirect Beneficial Ownership					
						any		Code	v			(A) or (D)		Price					or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock				3/17/2	006			M (1)		199	7	A		(1)		15949	9		D	
Common Stock				3/17/2	006			F (2)		589	)	D	\$41	1.365		15360	0		D	
Tab	le II - Dei	rivative (	Securiti	es Be	ne	ficially	, Ov	wned	1 ( <i>e</i>	.g. ,	put	s, c	all	ls, warr	ants, optio	ns, co	onvert	ible secur	ities)	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A Disposed of (Instr. 3, 4 a 5)		and Expirat			ion Date				De Se	8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported	Security: Direct (D) or Indirect (I) (Instr.	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D	12	ate Exerci	isable		iratio e	on .	Title	Amount or Number of Shares			Transaction (s) (Instr. 4)	4)	
Restricted Stock Unit Award (Right to Receive)	(3)	3/16/2006		A		9832		3/	/ <b>16/2</b> (4		3/10	6/200	)9	Common Stock	9832		\$0	9832	D	
Employee Stock Option (Right to Buy)	\$41.195	3/16/2006		A		45515			(5	5)	3/10	6/201	12	Common Stock	45515		(6)	45515	D	
Restricted Stock Unit Award (Right to Receive)	(3)	3/17/2006		М			1997	7 3/	/17/2	006	3/1′	7/200	)6	Common Stock	1997		\$0	6986	D	

#### **Explanation of Responses:**

- (1) Shares of common stock acquired upon the vesting of a restricted stock award.
- (2) Shares of common stock withheld by the issuer for the payment of withholding taxes in connection with the vesting of a restricted stock award.

- (3) The restricted stock unit award converts to shares of common stock on a 1-for-1 basis.
- (4) Restricted stock units will vest in accordance with the Aon Stock Incentive Plan as follows: 22.22% of the awards will vest on each of the first and second anniversaries of the date of grant, and 55.56% of the awards will vest on the third anniversary of the date of grant.
- (5) Vesting will occur in accordance with the terms of the Aon Stock Incentive Plan as follows: 33.34% of the options will vest on the first anniversary of the date of grant, and 33.33% of the options will vest on each of the second and third anniversaries of the date of grant.
- (6) Stock option granted pursuant to the Aon Stock Incentive Plan.

**Reporting Owners** 

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
BOLGER DAVID P							
AON CORPORATION - CORPORATE LAW DEPT	1						
			Exec. VP, CFO & CAO	) I			
200 EAST RANDOLPH STREET, 8TH FLOOR							
CHICAGO, IL 60601							

#### **Signatures**

/s/ Jennifer L. Kraft - Jennifer L. Kraft pursuant to a power of attorney from David P. Bolger

3/20/2006

Date

\*\* Signature of Reporting Person

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.