

MARSH & MCLENNAN COMPANIES, INC.

Form 3

July 11, 2005

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

OMB APPROVAL

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**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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |  |
| Â SINNOTT JOHN T                          |         | (Month/Day/Year)                     | MARSH & MCLENNAN COMPANIES, INC. [MMC]                                     |  |
| (Last)                                    | (First) | (Middle)                             | 07/01/2005   |  |
| 1166 AVENUE OF THE AMERICAS               |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)   |  |
| NEW YORK, NY 10036                        |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      | (give title below) (specify below)   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   |         |                                      | Vice Chair, Office of CEO  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. 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                    | 396   | D  | Â   |

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)**

| 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 of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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|                              | Date Exercisable | Expiration Date |              | Amount or Number of Shares |            | or Indirect (I) (Instr. 5) |   |
|------------------------------|------------------|-----------------|--------------|----------------------------|------------|----------------------------|---|
| Restricted Stock Units       | Â (1)            | Â (1)           | Common Stock | 155,948                    | \$ (1)     | D                          | Â |
| Stock Options (Right to buy) | Â (2)            | 03/19/2007      | Common Stock | 60,000                     | \$ 20.6354 | D                          | Â |
| Stock Options (Right to buy) | Â (3)            | 03/18/2008      | Common Stock | 76,800                     | \$ 30.125  | D                          | Â |
| Stock Options (Right to buy) | Â (4)            | 03/17/2009      | Common Stock | 100,000                    | \$ 37.7656 | D                          | Â |
| Stock Options (Right to buy) | Â (5)            | 03/14/2011      | Common Stock | 120,000                    | \$ 46.1    | D                          | Â |
| Stock Options (Right to buy) | Â (6)            | 01/19/2010      | Common Stock | 100,000                    | \$ 51.5313 | D                          | Â |
| Stock Options (Right to buy) | Â (7)            | 03/20/2012      | Common Stock | 120,000                    | \$ 56      | D                          | Â |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |                             |       |
|---|---------------|-----------|-----------------------------|-------|
|   | Director      | 10% Owner | Officer                     | Other |
| SINNOTT JOHN T<br>1166 AVENUE OF THE AMERICAS<br>NEW YORK, NY 10036 | Â             | Â         | Â Vice Chair, Office of CEO | Â     |

## Signatures

John T. Sinnott 07/11/2005

\_\_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).
- (6) 25% of these options vested on the 20th of January 2001, 2002 and 2003. The remaining 25% of these options vested on July 1, 2003 upon the retirement of the reporting person.
- (7) 25% of these options vested on March 21, 2003. The remaining 75% of these options vested on July 1, 2003 upon the retirement of the reporting person.
- (4) These options vested in four equal annual installments on March 18th of 2000, 2001, 2002 and 2003.
- (2) These options vested in four equal annual installments on March 20th of 1998, 1999, 2000 and 2001.
- (3) These options vested in four equal annual installments on March 19th of 1999, 2000, 2001 and 2002.
- (5) 25% of these options vested on the 15th of March of 2002 and 2003. The remaining 50% of these options vested on July 1, 2003 upon the retirement of the reporting person.
- (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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