

# FORM 4

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

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden  
hours per response... 0.5

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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 or  
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<b>Davies Christa</b>			<b>Aon plc [ AON ]</b>			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Chief Financial Officer</b>		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
<b>200 EAST RANDOLPH ST.</b>			<b>2/14/2019</b>					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
<b>CHICAGO, IL</b>						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)				Price
Class A Ordinary Stock	2/14/2019		A (1)		56329	A	(1)	288016	D	
Class A Ordinary Stock	2/14/2019		F (2)		22177	D	\$169.62	265839	D	
Class A Ordinary Stock	2/14/2019		S		13966	D	\$170.60 (3)(4)	251873	D	
Class A Ordinary Stock	2/14/2019		S		10034	D	\$170.40 (4)(5)	241839	D	
Class A Ordinary Stock	2/15/2019		M (6)		1192	A	(6)	243031	D	
Class A Ordinary Stock	2/15/2019		F (2)		470	D	\$171.97	242561	D	
Class A Ordinary Stock	2/15/2019		M (6)		1592	A	(6)	244153	D	
Class A Ordinary Stock	2/15/2019		F (2)		627	D	\$171.97	243526	D	
Class A Ordinary Stock	2/15/2019		M (6)		1974	A	(6)	245500	D	
Class A Ordinary Stock	2/15/2019		F (2)		777	D	\$171.97	244723	D	
Class A Ordinary Stock	2/15/2019		S		22704	D	\$170.93 (4)(7)	222019	D	
Class A Ordinary Stock	2/15/2019		S		11448	D	\$171.67 (4)(8)	210571	D	

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restrictive Share Unit (Right to Receive)	(9)	2/14/2019		A		3301		(10)	2/14/2022 (10)	Class A Ordinary Shares	3301	\$0.00	3301	D	
Restricted Share Unit (Right to Receive)	(9)	2/15/2019		M		1974		(11)	2/18/2019 (11)	Class A Ordinary Shares	0	\$0.00	0	D	
Restricted Share Unit (Right to Receive)	(9)	2/15/2019		M		1591		(12)	2/16/2020 (12)	Class A Ordinary Shares	1591	\$0.00	1593	D	
Restricted Share Unit (Right to Receive)	(9)	2/15/2019		M		1192		(13)	2/15/2021 (13)	Class A Ordinary Shares	2385	\$0.00	2385	D	

### Explanation of Responses:

- Represents Class A Ordinary Shares upon the settlement of performance share unit awards originally granted approximately three years ago under the eleventh cycle of the Company's Leadership Performance Program. The number of shares issued was determined by the Organization and Compensation Committee of the Board of Directors on February 14, 2019, based on the Company's performance for the period from January 1, 2016 to December 31, 2018.
- Class A Ordinary Shares withheld by the issuer for payment of withholding taxes in connection with the vesting of the award.

- (3) The price reported is a weighted average price. Shares were sold in a series of transactions within the same trading day at prices ranging from \$170.12 to \$171.09, inclusive. Full information regarding the number of shares sold at each separate price is available upon request by the Commission staff, the issuer, or a security holder of the issuer.
- (4) The transactions reported were effected pursuant to a trading plan meeting the requirements of SEC Rule 10b5-1 entered into on October 31, 2018.
- (5) The price reported is a weighted average price. Shares were sold in a series of transactions within the same trading day at prices ranging from \$171.12 to \$171.65, inclusive. Full information regarding the number of shares sold at each separate price is available upon request by the Commission staff, the issuer, or a security holder of the issuer.
- (6) Class A Ordinary Shares acquired upon the vesting of a restricted share unit award.
- (7) The price reported is a weighted average price. Shares were sold in a series of transactions within the same trading day at prices ranging from \$170.36 to \$171.35, inclusive. Full information regarding the number of shares sold at each separate price is available upon request by the Commission staff, the issuer, or a security holder of the issuer.
- (8) The price reported is a weighted average price. Shares were sold in a series of transactions within the same trading day at prices ranging from \$171.36 to \$172.09, inclusive. Full information regarding the number of shares sold at each separate price is available upon request by the Commission staff, the issuer, or a security holder of the issuer.
- (9) The restricted share 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.
- (10) The restricted share unit award vests in accordance with the terms of the Aon plc 2011 Incentive Compensation Plan as follows: 33 1/3% of the award vests on each of the first through third anniversary of the date of the grant.
- (11) A restricted share unit award was granted on February 18, 2016 and vests in accordance with the terms of the Aon plc 2011 Incentive Compensation Plan: 33 1/3% of the award vests on each of the first through third anniversary of the date of grant.
- (12) A restricted share unit award was granted on February 16, 2017 and vests in accordance with the terms of the Aon plc 2011 Incentive Compensation Plan: 33 1/3% of the award vests on each of the first through third anniversary of the date of grant.
- (13) A restricted share unit award was granted on February 15, 2018 and vests in accordance with the terms of the Aon plc 2011 Incentive Compensation Plan: 33 1/3% of the award vests on each of the first through third anniversary of the date of grant.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Davies Christa</b> <b>200 EAST RANDOLPH ST.</b> <b>CHICAGO, IL</b>			<b>Chief Financial Officer</b>	

#### Signatures

/s/ Molly Johnson- Molly Johnson pursuant to power of attorney from Christa Davies

2/20/2019

\*\*Signature of Reporting Person

Date

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.

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