Reporting Owners

Reporting Owner Name / Address | Relationships
---|---
Neller Michael | Director
200 EAST RANDOLPH ST. | 10% Owner

Relationships

1. Name and Address of Reporting Person

Neller Michael

2. Issuer Name and Ticker or Trading Symbol

Aon plc [ AON ]

3. Date of Earliest Transaction (MM/DD/YYYY)

2/13/2020

4. If Amendment, Date Original Filed (MM/DD/YYYY)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director
___ 10% Owner
X Officer (give title below)

Principal Accounting Officer

6. Individual or Joint/Group Filing

(Check Applicable Line)

X Form filed by One Reporting Person

Narrative:

A restricted share unit award was granted on February 14, 2019 and vests in accordance with the terms of the Aon plc 2011 Incentive Compensation Plan: 33 1/3% of the award vests in accordance with the terms of the Aon plc 2011 Incentive Compensation Plan as follows: 33

Schedule of Transactions:

1. Title of Derivative Security (Instr. 3)

Class A Ordinary Stock

2. Conversion or Exercise Price of Derivative Security

$0.00

3. Trans. Date

2/13/2020

4. Trans. Code (Instr. 8)

(A)

5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

4220

6. Date Exercisable and Expiration Date

2/13/2023

7. Title and Amount of Derivative Security Beneficially Owned (Instr. 3 and 4)

Class A Ordinary Shares 305

8. Price of Derivative Security (Instr. 5)

$0.00

9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)

305

10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)

D

11. Nature of Indirect Beneficial Ownership (Instr. 4)

D

Explanations of Responses:

(1) Represents Class A Ordinary Shares upon the settlement of performance share unit awards originally granted approximately three years ago under the twelfth 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 13, 2020, based on the Company's performance for the period from January 1, 2017 to December 31, 2019.

(2) Class A Ordinary Shares withheld by the issuer for payment of withholding taxes in connection with the vesting of the award.

(3) Class A Ordinary Shares acquired upon the vesting of a restricted share unit award.

(4) 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.

(5) 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.

(6) A restricted share unit award was granted on February 14, 2019 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.
Signatures

/s/ Molly Johnson- Molly Johnson pursuant to a power of attorney from Michael Neller 2/18/2020

**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).


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.