

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 19, 2020

Aon plc

(Exact name of registrant as specified in its charter)

Ireland
(State or other jurisdiction
of incorporation)

1-7933
(Commission
File Number)

98-1539969
(IRS Employer
Identification No.)

Metropolitan Building, James Joyce Street
Dublin 1, Ireland
(Address of principal executive offices)

D01 K0Y85
(Zip Code)

Registrant's telephone number, including area code: +353 1 266 6000

Former name or former address, if changed since last report: Not Applicable

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2 below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Class A Ordinary Shares, \$0.01 nominal value	AON	New York Stock Exchange
Guarantees of Aon plc's 2.800% Senior Notes due 2021	AON21	New York Stock Exchange
Guarantees of Aon plc's 4.000% Senior Notes due 2023	AON23	New York Stock Exchange
Guarantees of Aon plc's 3.500% Senior Notes due 2024	AON24	New York Stock Exchange
Guarantees of Aon plc's 3.875% Senior Notes due 2025	AON25	New York Stock Exchange
Guarantees of Aon plc's 2.875% Senior Notes due 2026	AON26	New York Stock Exchange
Guarantees of Aon plc's 4.250% Senior Notes due 2042	AON42	New York Stock Exchange
Guarantees of Aon plc's 4.450% Senior Notes due 2043	AON43	New York Stock Exchange
Guarantees of Aon plc's 4.600% Senior Notes due 2044	AON44	New York Stock Exchange
Guarantees of Aon plc's 4.750% Senior Notes due 2045	AON45	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On June 19, 2020, Aon Corporation, an indirect, wholly owned subsidiary of Aon plc, and Christa Davies entered into an amendment (the “Davies Amendment”) to the international assignment letter agreement dated July 1, 2016 between Aon Corporation and Ms. Davies (the “Davies International Assignment Letter”). The Davies Amendment extends the term of the Davies International Assignment Letter, which was set to expire on June 30, 2020, to expire on June 30, 2021.

On June 19, 2020, Aon Corporation and Gregory C. Case entered into an amendment (the “Case Amendment”) to the international assignment letter agreement dated July 1, 2016 between Aon Corporation and Mr. Case (the “Case International Assignment Letter”). The Case Amendment extends the term of the Case International Assignment Letter, which was set to expire on June 30, 2020, to expire on June 30, 2021.

The foregoing summaries are qualified in their entirety by reference to the Davies Amendment and the Case Amendment, copies of which are attached as Exhibits 10.1 and 10.2, respectively, to this Current Report on Form 8-K and incorporated herein by reference.

Item 5.07. Submission of Matters to a Vote of Security Holders.

Aon plc (the “Company”) held its Annual General Meeting of Shareholders (the “Annual Meeting”) on June 19, 2020. A total of 208,539,160 Class A Ordinary shares, or 90.24%, of the total shares entitled to vote, were represented at the Annual Meeting in person or by proxy.

Shareholders voted on the following five proposals at the Annual Meeting, all of which are described in the Company’s proxy statement for the Annual Meeting, and cast their votes as described below:

1. The re-election of 11 nominees to serve as directors. All of the nominees were elected.

<u>Nominee</u>	<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
Lester B. Knight	173,911,492	21,087,755	130,500	13,409,413
Gregory C. Case	189,026,467	5,990,453	112,827	13,409,413
Jin-Yong Cai	192,302,088	2,671,861	155,798	13,409,413
Jeffrey C. Campbell	188,922,241	6,073,395	134,111	13,409,413
Fulvio Conti	185,759,407	9,223,520	146,820	13,409,413
Cheryl A. Francis	190,032,425	4,976,566	120,756	13,409,413
J. Michael Losh	181,308,225	13,656,203	165,319	13,409,413
Richard B. Myers	184,219,718	10,750,363	159,666	13,409,413
Richard C. Notebaert	182,292,760	12,691,145	145,842	13,409,413
Gloria Santona	184,235,462	10,771,611	122,674	13,409,413
Carolyn Y. Woo	184,178,155	10,814,450	137,142	13,409,413

2. An advisory vote to approve executive compensation. This advisory resolution was approved.

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
179,631,159	15,160,167	338,421	13,409,413

3. The ratification of the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the year ended December 31, 2020. This ordinary resolution was approved.

<u>For</u>	<u>Against</u>	<u>Abstain</u>
201,148,837	7,282,501	107,822

4. The re-appointment of Ernst & Young Chartered Accountants as the Company's statutory auditor under Irish law to hold office from the conclusion of the Annual Meeting until the next annual general meeting where accounts are laid before the Company. This ordinary resolution was approved.

<u>For</u>	<u>Against</u>	<u>Abstain</u>
201,178,264	7,244,602	116,294

5. The authorization of the Company's Board of Directors or the Audit Committee to determine the remuneration of Ernst & Young Chartered Accountants as the Company's statutory auditors. This ordinary resolution was approved.

<u>For</u>	<u>Against</u>	<u>Abstain</u>
207,488,737	913,979	136,444

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description of Exhibit</u>
10.1	Amendment to International Assignment Letter, dated June 19, 2020, between Aon Corporation and Christa Davies.
10.2	Amendment to International Assignment Letter, dated June 19, 2020, between Aon Corporation and Gregory C. Case.
104	Cover Page Interactive Data File (formatted in iXBRL in Exhibit 101).

* * * *

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 24, 2020

AON PLC

By: /s/ Molly Johnson

Molly Johnson

Assistant Company Secretary



Christa Davies
Aon Corporation
United States

June 19, 2020

International Assignment: Chicago, Illinois to London, England

Dear Christa,

This letter serves to amend your international assignment letter effective July 1, 2016 governing the terms of your international assignment from Chicago, Illinois to London, England (your "International Assignment Letter").

Pursuant to this letter, the term of your international assignment shall be extended an additional one year, through June 30, 2021.

Except as otherwise expressly modified herein, the terms of the International Assignment Letter, and your acknowledgment and acceptance thereof, shall continue in full force and effect.

Please confirm acceptance of the terms and conditions of this letter by signing below and returning a copy of the signed letter to me.

Sincerely,

/s/ Lisa Stevens

Lisa Stevens
Chief People Officer

Acknowledged and Agreed:

/s/ Christa Davies

Christa Davies



Gregory Case
Aon Corporation
United States

June 19, 2020

International Assignment: Chicago, Illinois to London, England

Dear Greg,

This letter serves to amend your international assignment letter effective July 1, 2016 governing the terms of your international assignment from Chicago, Illinois to London, England (your "International Assignment Letter").

Pursuant to this letter, the term of your international assignment shall be extended an additional one year, through June 30, 2021.

Except as otherwise expressly modified herein, the terms of the International Assignment Letter, and your acknowledgment and acceptance thereof, shall continue in full force and effect.

Please confirm acceptance of the terms and conditions of this letter by signing below and returning a copy of the signed letter to me.

Sincerely,

/s/ Lisa Stevens

Lisa Stevens
Chief People Officer

Acknowledged and Agreed:

/s/ Gregory Case

Gregory Case