

# FORM 4

[ ] 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**

OMB APPROVAL  
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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 *<br><b>NOTEBAERT RICHARD C</b><br>(Last) (First) (Middle)<br><b>200 EAST RANDOLPH ST.</b><br>(Street)<br><b>CHICAGO, IL</b><br>(City) (State) (Zip) |  | 2. Issuer Name and Ticker or Trading Symbol<br><b>Aon plc [ AON ]</b> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director _____ 10% Owner<br>____ Officer (give title below) _____ Other (specify below)      |
|  |  | 3. Date of Earliest Transaction (MM/DD/YYYY)<br><b>6/19/2020</b>      |  |
|  |  | 4. If Amendment, Date Original Filed (MM/DD/YYYY)                     | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |

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

| 1. Title of Security<br>(Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. Code<br>(Instr. 8) |        | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |            |       | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|------------------------------------|----------------|-----------------------------------|------------------------------|--------|--|------------|-------|--|--|--|
|                                    |                |                                   | Code                         | V      | Amount   | (A) or (D) | Price |  |  |  |
| Class A Ordinary Stock             | 6/19/2020      |                                   | A                            | (1)(2) | 943  | A          | (2)   | 48352  | D  |  |

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

| 1. Title of Derivate Security<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. Code<br>(Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |     | 6. Date Exercisable and Expiration Date |                 | 7. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 3 and 4) |                            | 8. Price of Derivative Security<br>(Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|---|--|----------------|-----------------------------------|------------------------------|---|---|-----|---|-----------------|--|----------------------------|---|---|--|---|
|   |  |                |                                   | Code                         | V | (A)   | (D) | Date Exercisable                        | Expiration Date | Title  | Amount or Number of Shares |   |   |  |   |

**Explanation of Responses:**

- On April 1, 2020, Aon plc, an Irish public limited company (the "Company"), became the successor of Aon plc, a public limited company incorporated under the laws of England and Wales ("Aon UK"), pursuant to a scheme of arrangement under English law. Pursuant to the transaction, all outstanding Class A ordinary shares of Aon UK were exchanged, on a one-for-one basis, for Class A ordinary shares of the Company, and Aon UK became a wholly owned subsidiary of the Company. The transaction did not alter the proportionate interests of security holders.
- Class A Ordinary Shares granted annually to each non-employee director of Aon plc. In accordance with Irish law, reporting person agreed to pay the issuer the nominal value of US \$0.01 per share issued to the reporting person.

**Reporting Owners**

| Reporting Owner Name / Address                                       | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| <b>NOTEBAERT RICHARD C<br/>200 EAST RANDOLPH ST.<br/>CHICAGO, IL</b> | <b>X</b>      |           |         |       |

**Signatures**

/s/ Molly Johnson - Molly Johnson, pursuant to a power of attorney from Richard Notebaert

6/23/2020

\*\*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).

\*\* 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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