MARSH & MCLENNAN COMPANIES, INC.

Form 4 June 05, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 5 obligations

may continue. See Instruction 1(b).

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

2. Issuer Name and Ticker or Trading

MARSH & MCLENNAN

3. Date of Earliest Transaction

(Month/Day/Year)

06/01/2006

COMPANIES, INC. [MMC]

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person * RT HON LORD LANG OF MONKTON DL

> (First) (Middle)

C/O MARSH & MCLENNAN COMPANIES, INC., 1166

AVENUE OF THE AMERICAS

(Street)

Filed(Month/Day/Year)

Symbol

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Issuer

_X__ Director

Officer (give title

X Form filed by One Reporting Person Form filed by More than One Reporting

5. Relationship of Reporting Person(s) to

(Check all applicable)

10% Owner Other (specify

OMB APPROVAL

Estimated average

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2005

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Number:

Expires:

response...

NEW YORK, NY 10036

(City)	(State) (Z	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	n Date 2A. Deemed Year) Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	06/01/2006		Code A	V	Amount 1,800 (1)		Price \$ 0 (2)	(Instr. 3 and 4) 8,060	D		
Common Stock	06/01/2006		A		357 <u>(3)</u>	A	\$ 28	8,417	D		
Common Stock	06/01/2006		G	V	2,157	D	\$ 0 (2)	6,260	D		
Common Stock	06/01/2006		G	V	2,157	A	\$ 0 (2)	4,157	I	By children	
								5,971	I	By Spouse	

Common Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. DriNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	.	ate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

RT HON LORD LANG OF MONKTON DL C/O MARSH & MCLENNAN COMPANIES, INC. 1166 AVENUE OF THE AMERICAS NEW YORK, NY 10036



Signatures

Leon J. Lichter, Attorney-in-Fact 06/05/2006

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Acquired upon issuance of shares for annual stock grant pursuant to the Marsh & McLennan Directors Stock Compensation Plan.
- (3) Acquired in connection with director fees pursuant to the Marsh & McLennan Directors Stock Compensation Plan.
- (2) Not Applicable

Reporting Owners 2

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.