

Aon plc
Form 8-A12B
March 01, 2016

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-A

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Aon plc

Aon Corporation

(Exact name of each registrant as specified in its charter)

England and Wales

(State or other jurisdiction of incorporation or organization)

98-1030901

(I.R.S. employer identification number)

Delaware

(State or other jurisdiction of incorporation or organization)

36-3051915

(I.R.S. employer identification number)

**The Aon Centre
The Leadenhall Building
122 Leadenhall Street
London, England EC3V 4AN**

(Address of each registrant's principal executive offices, including zip code)

**200 East Randolph Street
Chicago, Illinois 60601
United States of America**

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

**Title of each class
to be so registered
3.875% Senior Notes Due 2025**

**Name of each exchange on which
each class is to be registered
New York Stock Exchange**

Edgar Filing: Aon plc - Form 8-A12B

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A. (c), check the following box. X

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A. (d), check the following box. O

Securities Act registration statement file number to which this form relates: **333-206759**

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

None

(Title of class)

Item 1. Description of Registrant's Securities to be Registered.

For a description of the securities to be registered hereunder, reference is made to the information under the headings "Description of the Securities" on pages S-14 through S-20 of the Prospectus Supplement dated February 23, 2016 and "Description of Debt Securities and Guarantees" on pages 6 through 23 of the Prospectus dated September 3, 2015, each of which forms part of the registration statement on Form S-3 (Registration Statement No. 333-206759) of Aon plc, which information is incorporated by reference and made part of this registration statement in its entirety.

Item 2. Exhibits.

The securities to be registered hereunder are expected to be listed on the New York Stock Exchange, the exchange on which certain other securities of Aon plc are currently listed. Pursuant to the Instructions as to Exhibits with respect to Form 8-A, the following exhibits are being filed with the Securities and Exchange Commission in connection with this Registration Statement:

1.1 Prospectus Supplement dated February 23, 2016 and Prospectus dated September 3, 2015 (incorporated by reference to the filing under Rule 424(b)(5) (Registration Statement No. 333-206759) filed by Aon plc on February 25, 2016)

1.2 Indenture dated as of November 13, 2015 between Aon plc, Aon Corporation and The Bank of New York Mellon Trust Company, N.A. (incorporated by reference to Exhibit 4.1 of the Current Report on Form 8-K filed by Aon plc on November 13, 2015)

1.3 Form of 3.875% Senior Notes Due 2025 (incorporated by reference to Exhibit 4.2 of the Current Report on Form 8-K filed by Aon plc on February 29, 2016)

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

AON plc

By: /s/ Paul Hagy
Name: Paul Hagy
Title: Senior Vice President and Treasurer

AON CORPORATION

By: /s/ Matthew M. Rice
Name: Matthew M. Rice
Title: Vice President & Secretary

Dated: March 1, 2016

EXHIBIT INDEX

| Exhibit Number | Description |
|-----------------------|---|
| 1.1. | Prospectus Supplement dated February 23, 2016 and Prospectus dated September 3, 2015 (incorporated by reference to the filing under Rule 424(b)(5) (Registration Statement No. 333-206759) filed by Aon plc on February 25, 2016) |
| 1.2 | Indenture dated as of November 13, 2015 between Aon plc, Aon Corporation and The Bank of New York Mellon Trust Company, N.A. (incorporated by reference to Exhibit 4.1 of the Current Report on Form 8-K filed by Aon plc on November 13, 2015) |
| 1.3 | Form of 3.875% Senior Notes Due 2025 (incorporated by reference to Exhibit 4.2 of the Current Report on Form 8-K filed by Aon plc on February 29, 2016) |