Edgar Filing: AON CORP - Form 4

AON CORP

Form 4								
February 20, 2007						PPROVAL		
		RITIES AND EXC ashington, D.C. 205		COMMISSION	-	3235-0287		
Section 16. Form 4 or		OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES				Expires: January 31 2005 Estimated average burden hours per response 0.5		
abligations	(a) of the Public U	16(a) of the Securiti Jtility Holding Com nvestment Company	pany Act	of 1935 or Section	on			
(Print or Type Responses)								
OHALLERAN MICHAEL D Symb		er Name and Ticker or T CORP [AOC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (AON CORPORATION - CORPORATE LAW DEPT, EAST RANDOLPH STREE FLOOR	(Month/ 02/15/2	of Earliest Transaction Day/Year) 2007		Director X Officer (giv below)	109	6 Owner		
(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
CHICAGO, IL 60601					More than One R			
(City) (State)	(Zip) Tak	ole I - Non-Derivative S	Securities A	cquired, Disposed o	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Report on a separate line	e for each class of sec			r indirectly.				

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5. Number poof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and 4	ecurities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amoun or Number of Shares
Restricted Stock Unit Award (Right to Receive)	<u>(1)</u>	02/15/2007		А	9,297	02/15/2008 <u>(2)</u>	02/15/2010	Common Stock	9,297

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
OHALLERAN MICHAEL D AON CORPORATION - CORPORATE LAW DEPT 200 EAST RANDOLPH STREET, 8TH FLOOR CHICAGO, IL 60601			Senior Exec VP	
Signatures				
/s/ Jennifer L. Kraft - by Jennifer L. Kraft pursuant to a power of attorney from Michael D. O'Halleran				
<u>**</u> Signature of Reporting Per	rson			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) The restricted stock unit award converts to shares of common stock on a 1-for-1 basis.
- (2) Restricted stock units will vest in accordance with the Aon Stock Incentive Plan as follows: 22.22% of the awards will vest on each of the first and second anniversaries of the date of grant, and 55.56% of the awards will vest on the third anniversary of the date of grant.

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.