

AON CORP
Form 3
April 11, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

| | | | | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|--------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Dail Baljit</p> <p>(Last) (First) (Middle)</p> <p>AON CORPORATION - CORPORATE LAW DEPT,Â 200 EAST RANDOLPH STREET, 8TH FLOOR</p> <p>(Street)</p> <p>CHICAGO,Â ILÂ 60601</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>04/01/2008</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>AON CORP [AOC]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) CIO, ACW - CEO</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|--------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------|
| Common Stock | 910 | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date | 3. Title and Amount of Securities Underlying | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial Ownership |
|-----------------------------------------------|-----------------------------------------|----------------------------------------------|---------------|--------------|--------------------------------------------|
|-----------------------------------------------|-----------------------------------------|----------------------------------------------|---------------|--------------|--------------------------------------------|

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| | (Month/Day/Year) | | Derivative Security (Instr. 4) | | or Exercise Price of Derivative Security | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|---------------------------------------------------|---------------------|--------------------|-----------------------------------|----------------------------------|---------------------------------------------------|--------------------------------------------------------------------------------------|------------|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Restricted Stock Unit Award (Right to Receive) | Â <u>(1)</u> | 11/17/2010 | Common Stock | 10,000 | \$ <u>(2)</u> | D | Â |
| Restricted Stock Unit Award (Right to Receive) | Â <u>(3)(4)</u> | 03/15/2010 | Common Stock | 5,257 | \$ <u>(2)</u> | D | Â |
| Restricted Stock Unit Award (Right to Receive) | Â <u>(3)(5)</u> | 03/16/2009 | Common Stock | 547 | \$ <u>(2)</u> | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(6)</u> | 11/17/2015 | Common Stock | 20,000 | \$ 36.76 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(7)(8)</u> | 03/16/2012 | Common Stock | 12,744 | \$ 41.195 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(7)(9)</u> | 03/15/2013 | Common Stock | 20,216 | \$ 37.1 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(7)(10)</u> | 03/13/2014 | Common Stock | 22,000 | \$ 40.91 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-----------------------------------------------------------------------------------------------------------------|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Dail Baljit AON CORPORATION - CORPORATE LAW DEPT 200 EAST RANDOLPH STREET, 8TH FLOOR CHICAGO, IL 60601 | Â | Â | Â CIO, ACW - CEO | Â |

Signatures

/s/ Jennifer L. Kraft - by Jennifer L. Kraft pursuant to a power of attorney from Baljit Dail 04/11/2008

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Awards granted pursuant to the Aon Stock Incentive Plan that will vest as follows: one-third of the awards will vest on each of the third through fifth anniversaries of the date of grant. The date of grant was November 17, 2005.
 - (2) The restricted stock unit award converts to shares of common stock on a 1-for-1 basis.
 - (3) Awards granted pursuant to the Aon Stock Incentive Plan that will vest 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.
 - (4) The date of grant was March 15, 2007, and the amount of the initial grant was 5,257 shares, 1,169 of which have previously vested.

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- (5) The date of grant was March 16, 2006, and the amount of the initial grant was 547 shares, 244 of which have previously vested.
- (6) Options granted pursuant to the Aon Stock Incentive Plan that will vest as follows: one-third of the options will vest on each of the second through fourth anniversaries of the date of grant. The date of grant was November 17, 2005.
- (7) Options granted pursuant to the Aon Stock Incentive Plan that will vest as follows: one-third of the options will vest on each of the first through third anniversaries of the date of grant.
- (8) The date of grant was March 16, 2006.
- (9) The date of grant was March 15, 2007.
- (10) The date of grant was March 13, 2008.

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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