#### CONWAY MICHAEL A

Form 4

August 22, 2006

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB 3235-0

Number: 3235-0287

January 31,

**OMB APPROVAL** 

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

Form 5 obligations may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * CONWAY MICHAEL A			2. Issuer Name <b>and</b> Ticker or Trading Symbol AON CORP [AOC]				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(1)			3. Date of Earliest Transaction (Month/Day/Year) 08/18/2006				Director 10% Owner X Officer (give title Other (specify below)				
				U	l		6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person				
CHICAGO, IL 60601								Form filed by More than One Reporting Person			
(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
	r) Executi any	on Date, if	Code (Instr. 8)	on(A) or D (D) (Instr. 3,	ispose 4 and (A) or	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
08/18/2006			M	2,551	A	\$ 19.7	64,733	D			
							6,394	I	Through Aon Savings Plan and ESOP		
֓֡֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜	(First)  PORATION - (FE LAW DEPT (Street)  IL 60601 (State)  2. Transaction Da (Month/Day/Year	(First) (Middle)  CORATION - TE LAW DEPT (Street)  IL 60601 (State) (Zip)  2. Transaction Date (Month/Day/Year) 2A. Dec Execution any (Month.)	MICHAEL A Symbol AON Co  (First) (Middle) 3. Date of (Month/D ORATION - 08/18/20  TE LAW DEPT  (Street) 4. If Ame Filed(Month)  (State) (Zip) Table  2. Transaction Date (Month/Day/Year)  Execution Date, if any (Month/Day/Year)	MICHAEL A  Symbol  AON CORP [AO  (First) (Middle) 3. Date of Earliest Tra  (Month/Day/Year)  08/18/2006  TE LAW DEPT  (Street) 4. If Amendment, Day  Filed(Month/Day/Year)  IL 60601  (State) (Zip) Table I - Non-D  2. Transaction Date 2A. Deemed 3.  (Month/Day/Year) Execution Date, if Transaction any Code  (Month/Day/Year) (Instr. 8)	Symbol AON CORP [AOC]  (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) ORATION - 08/18/2006  (Street) 4. If Amendment, Date Original Filed(Month/Day/Year)  IL 60601  (State) (Zip) Table I - Non-Derivative Street (Month/Day/Year)  2. Transaction Date 2A. Deemed 3. 4. Securi (Month/Day/Year) Execution Date, if Transaction(A) or Dany Code (D) (Month/Day/Year) (Instr. 8) (Instr. 3,	MICHAEL A Symbol AON CORP [AOC]  (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)  ORATION - ORATIO	MICHAEL A  Symbol  AON CORP [AOC]  (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)  ORATION - 08/18/2006  TE LAW DEPT  (Street) 4. If Amendment, Date Original Filed(Month/Day/Year)  IL 60601  (State) (Zip) Table I - Non-Derivative Securities Acc 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of any Code (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)  (A)  or Code V Amount (D) Price	MICHAEL A  Symbol  AON CORP [AOC]  (First) (Middle)  3. Date of Earliest Transaction  (Month/Day/Year)  ORATION -  (Street)  4. If Amendment, Date Original  Filed(Month/Day/Year)  (State)  2. Transaction Date (Month/Day/Year)  (State)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (State)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A)  (Che   To Director  X. Officer (givelend)  Applicable Line)  X. Form filed by  Person  (State)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Instr. 8)  (Instr. 3, 4 and 5)  Owned  Following  Reported  Transaction(s)  (Instr. 3 and 4)  08/18/2006  M 2,551 A  19.7  64,733	MICHAEL A  Symbol  AON CORP [AOC]  (First) (Middle) 3. Date of Earliest Transaction  (Month/Day/Year) — Director — 10%  ORATION - 08/18/2006 — X_ Officer (give title — Oth below) — Senior VP and Investment  (Street) 4. If Amendment, Date Original Filed (Month/Day/Year) — Senior VP and Investment  (Street) 4. If Amendment, Date Original Filed (Month/Day/Year) — Applicable Line) — X_ Form filed by One Reporting Person  (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial 2. Transaction Date (Month/Day/Year) — Execution Date, if Transaction(A) or Disposed of Securities Form: Direct any (Month/Day/Year) — (Instr. 8) (Instr. 3, 4 and 5) — Owned — Indirect (I) Following (Instr. 4) — Reported — Transaction(B) — (Instr. 3 and 4) — (A) — Transaction(B) — (Instr. 3 and 4) — (Instr. 4) — (Instr. 3 and 4) — (Instr.		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474

(9-02)

### Edgar Filing: CONWAY MICHAEL A - Form 4

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)

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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 19.7	08/18/2006		M	2,551	<u>(1)</u>	03/20/2013	Common Stock	2,551

## **Reporting Owners**

Relationships Reporting Owner Name / Address Other

10% Owner Officer

CONWAY MICHAEL A AON CORPORATION - CORPORATE LAW DEPT CHICAGO, IL 60601

Senior VP and Investment Ofr

## **Signatures**

/s/ Jennifer L. Kraft - by Jennifer L. Kraft pursuant to a power of attorney from Michael A. Conway

08/22/2006

\*\*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).
- Vesting of these options occurred in accordance with the terms of the Aon Stock Incentive Plan as follows: thirty-three (33%) of the options vested on the second anniversary of the date of grant, thirty-four (34%) of the options vested on the third anniversary of the date **(1)** of grant, and thirty-three (33%) of the options will vest on the fourth anniversary of the date of grant. The date of grant was March 20, 2003.
- (2) Stock option granted pursuant to the Aon Stock Incentive Plan.

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.

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