



MARSH & McLENNAN
COMPANIES

Results through Third Quarter 2016

Forward-Looking Statements

This presentation contains "forward-looking statements," as defined in the Private Securities Litigation Reform Act of 1995. These statements, which express management's current views concerning future events or results, use words like "anticipate," "assume," "believe," "continue," "estimate," "expect," "future," "intend," "plan," "project" and similar terms, and future or conditional tense verbs like "could," "may," "might," "should," "will" and "would." Forward-looking statements are subject to inherent risks and uncertainties that could cause actual results to differ materially from those expressed or implied in our forward-looking statements.

Factors that could materially affect our future results include, among other things: our ability to maintain adequate safeguards to protect the security of our information systems and confidential, personal or proprietary information; our ability to successfully recover if we experience a business continuity problem due to cyberattack, natural disaster or otherwise; our exposure to potential losses and liabilities, including reputational impact, arising from errors and omissions, breach of fiduciary duty and similar claims against us; our ability to compete effectively and adapt to changes in the competitive environment, including to pricing pressures and technological and other types of innovation; the impact of macroeconomic conditions, political events and market conditions on us, our clients and the industries in which we operate, including the effects of the vote in the U.K. to exit the E.U. and rising protectionist laws and business practices; the impact of changes in applicable tax laws and regulations, particularly in the United States and Europe; the effect of our global pension obligations on our financial position, earnings and cash flows and the impact of low interest rates on those obligations; the financial and operational impact of complying with laws and regulations where we operate; our exposure to potential civil remedies or criminal penalties if we fail to comply with applicable U.S. and non-U.S. laws and regulations; the impact of fluctuations in foreign exchange, interest rates and securities markets on our results; the impact on our competitive position of our tax rate relative to our competitors; our ability to incentivize and retain key employees; and the impact of changes in accounting rules or in our accounting estimates or assumptions.

The factors identified above are not exhaustive. We caution readers not to place undue reliance on any forward-looking statements, which are based only on information currently available to us and speak only as of the dates on which they are made. The Company undertakes no obligation to update or revise any forward-looking statement to reflect events or circumstances arising after the date on which it is made. Further information concerning Marsh & McLennan Companies and its businesses, including information about factors that could materially affect our results of operations and financial condition, is contained in the Company's filings with the Securities and Exchange Commission, including the "Risk Factors" section and the "Management's Discussion and Analysis of Financial Condition and Results of Operations" section of our most recently filed Annual Report on Form 10-K.

Explanation of Non-GAAP Measures

This presentation also contains certain financial measures that are "non-GAAP measures," within the meaning of Regulation G of the Securities Exchange Act of 1934, as amended. The Company believes these non-GAAP financial measures provide useful supplemental information that enables investors to better compare the Company's performance across periods. Management also uses these measures internally to assess the operating performance of its business, to assess performance for employee compensation purposes and to decide how to allocate resources. However, investors should not consider these non-GAAP measures in isolation from, or as a substitute for, the financial information that the Company reports in accordance with GAAP. The Company's non-GAAP measures include adjustments that reflect how management views our businesses, and may differ from similarly titled non-GAAP measures presented by other companies. Please see the Appendix to this presentation for a reconciliation of non-GAAP measures to the closest comparable applicable GAAP measures.



**President & CEO
Dan Glaser**

**Risk & Insurance Services
Chairman: Peter Zaffino**

Marsh

Peter Zaffino

**Guy
Carpenter**

Peter Hearn

Consulting

Mercer

Julio Portalatin

**Oliver
Wyman**

Scott McDonald



A preeminent global professional services firm



2016*
Revenue
\$13.2 Billion



2016*
Adjusted Operating Income
\$2.6 Billion

*12 months ended 9/30/16
Reconciliation of Non-GAAP measures included in Appendix



We're Global Leaders in Risk, Strategy and People



Annual revenue of \$13 billion

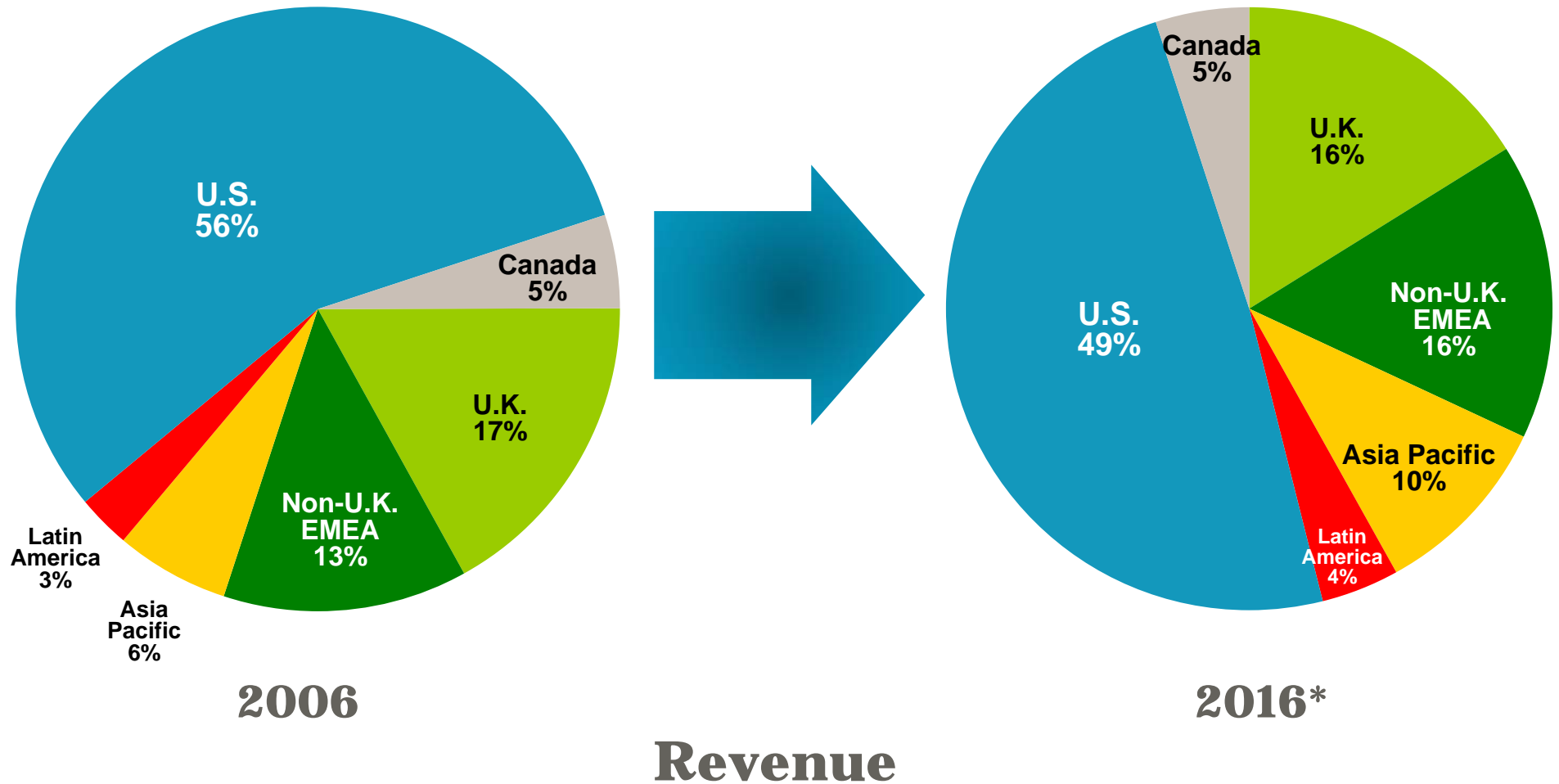
60,000 colleagues globally

Clients in more than 130 countries

145-year history of leadership and innovation



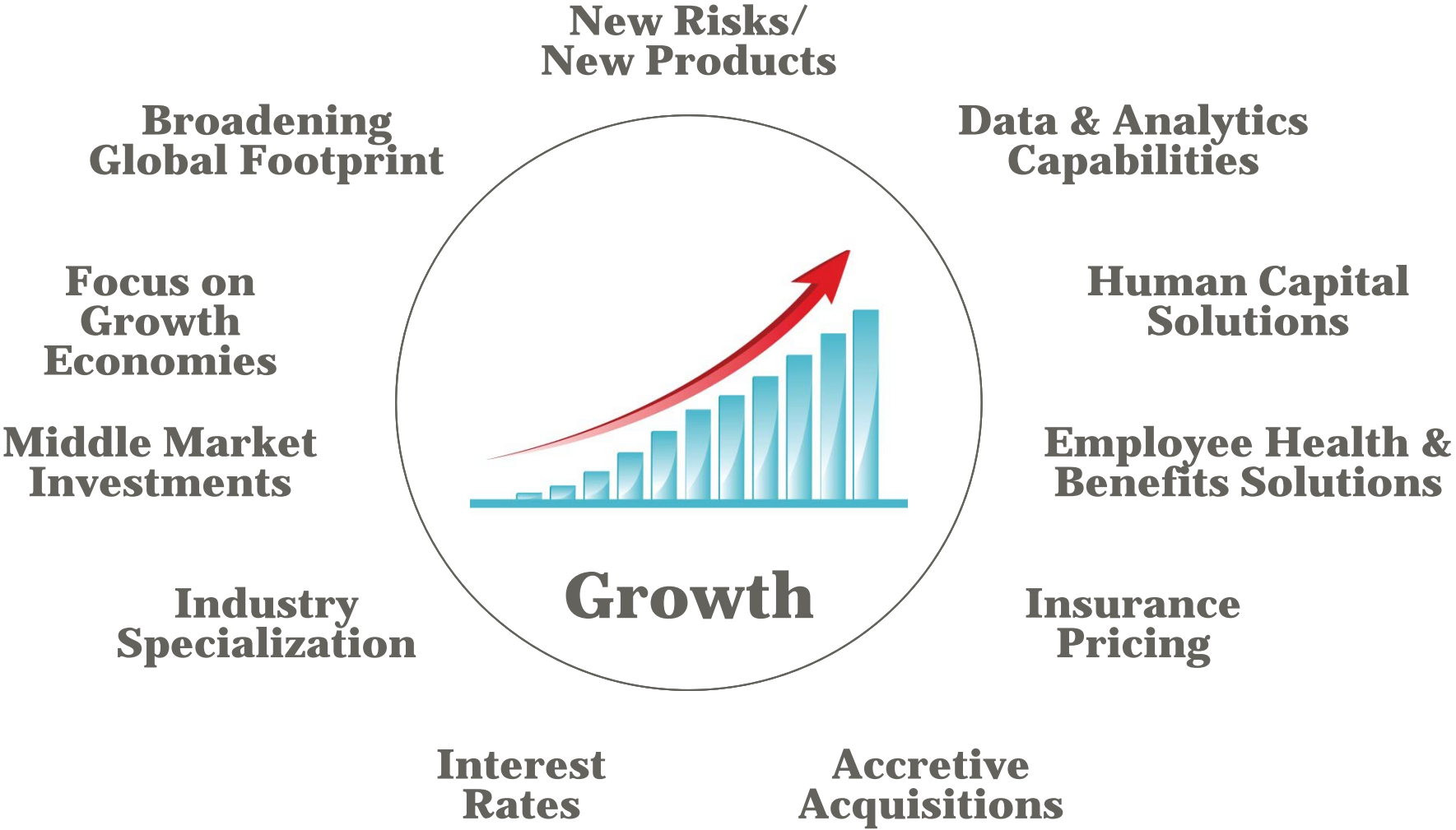
Expanding Global Presence Over Past 10 Years



*12 months ended 9/30/16



Strategic Drivers of Long-Term Growth



Four Pillars for Investment Performance – Introduced September 2010

Growth



**Sustain
long-term
revenue and
earnings
growth**

Capital



**Maintain low
capital
requirements**

Cash



**Generate
high levels of
cash**

Risk

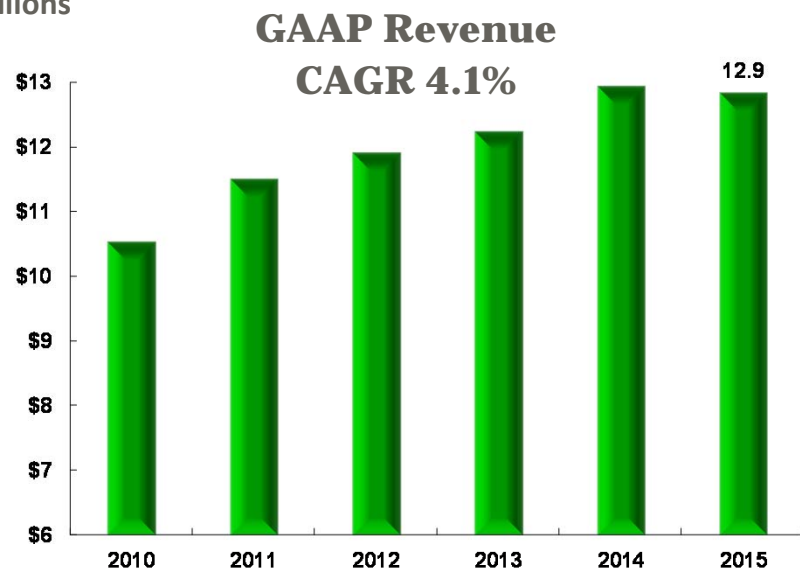


**Manage risk
intelligently**

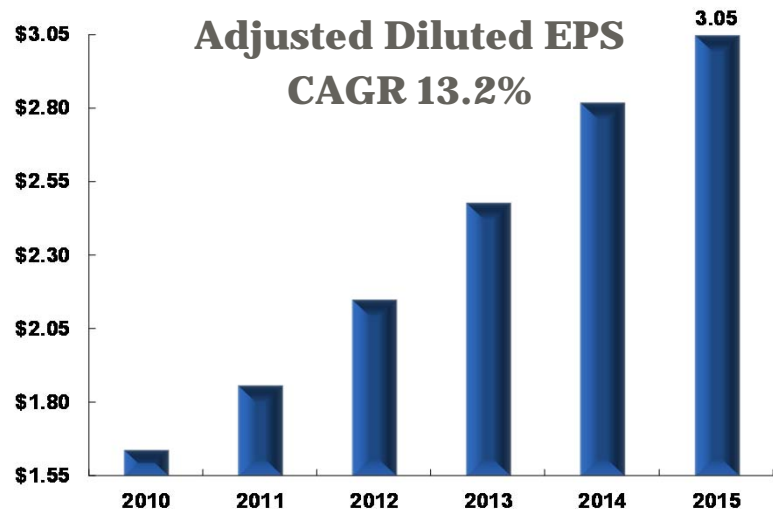
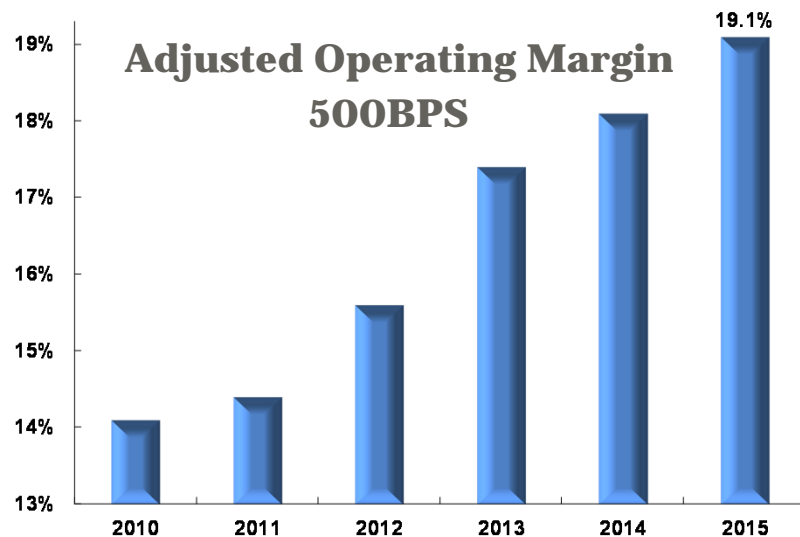
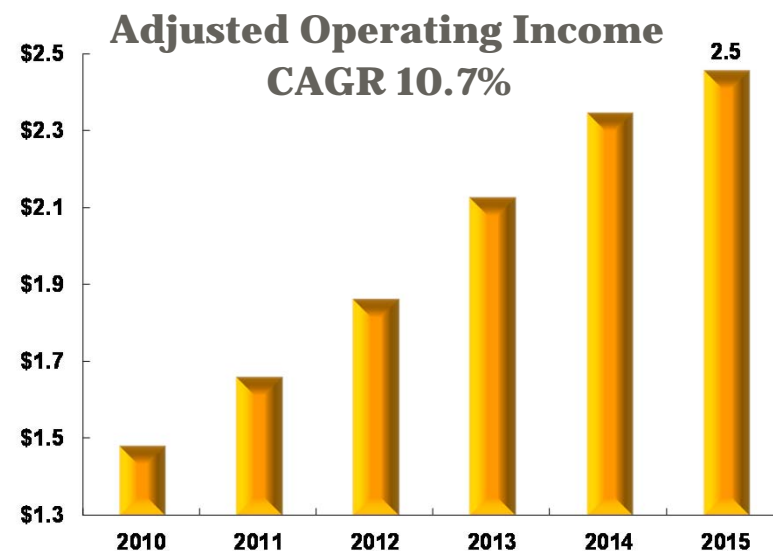


We Have a History of Strong Growth

Billions

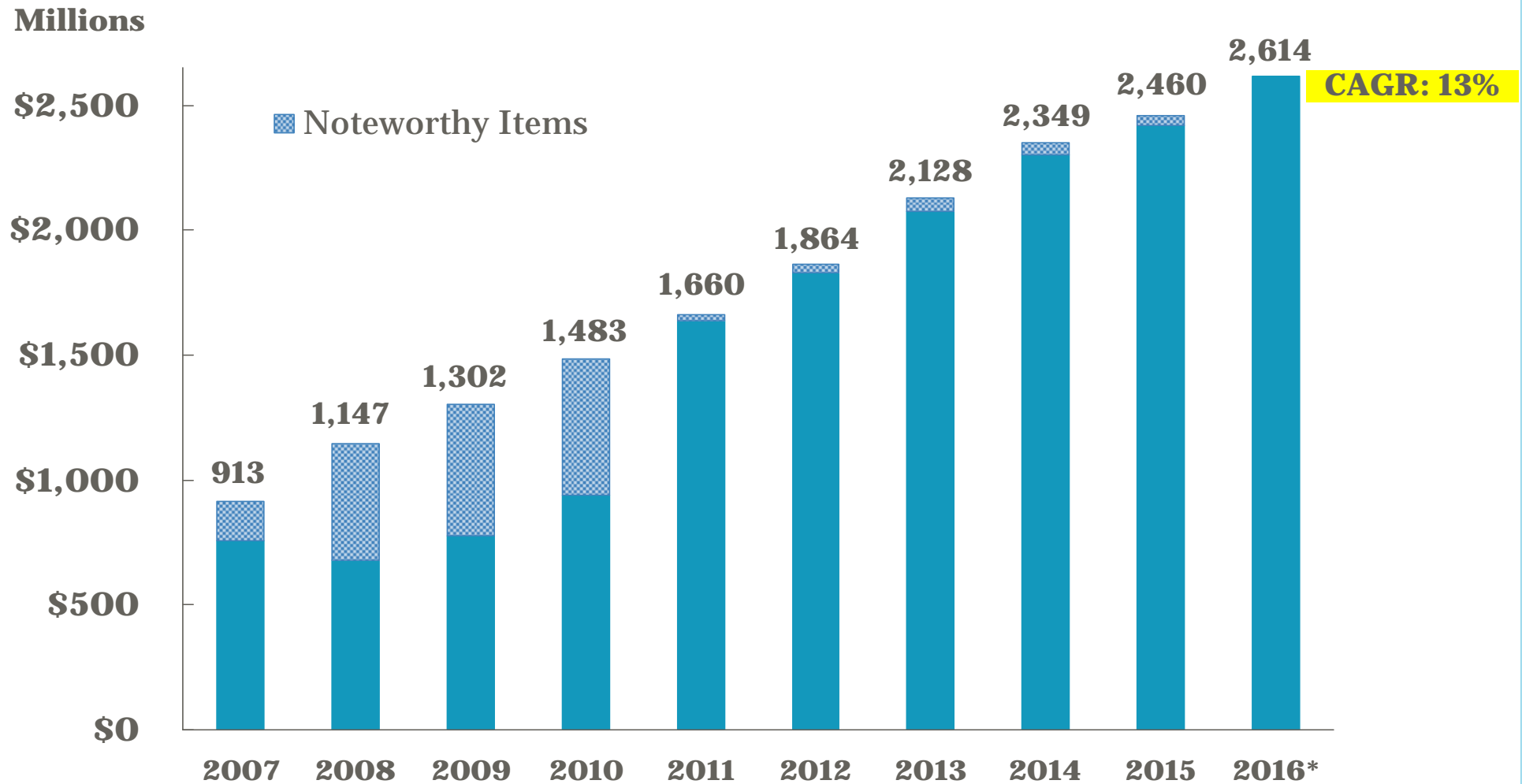


Billions



Reconciliation of Non-GAAP measures included in Appendix

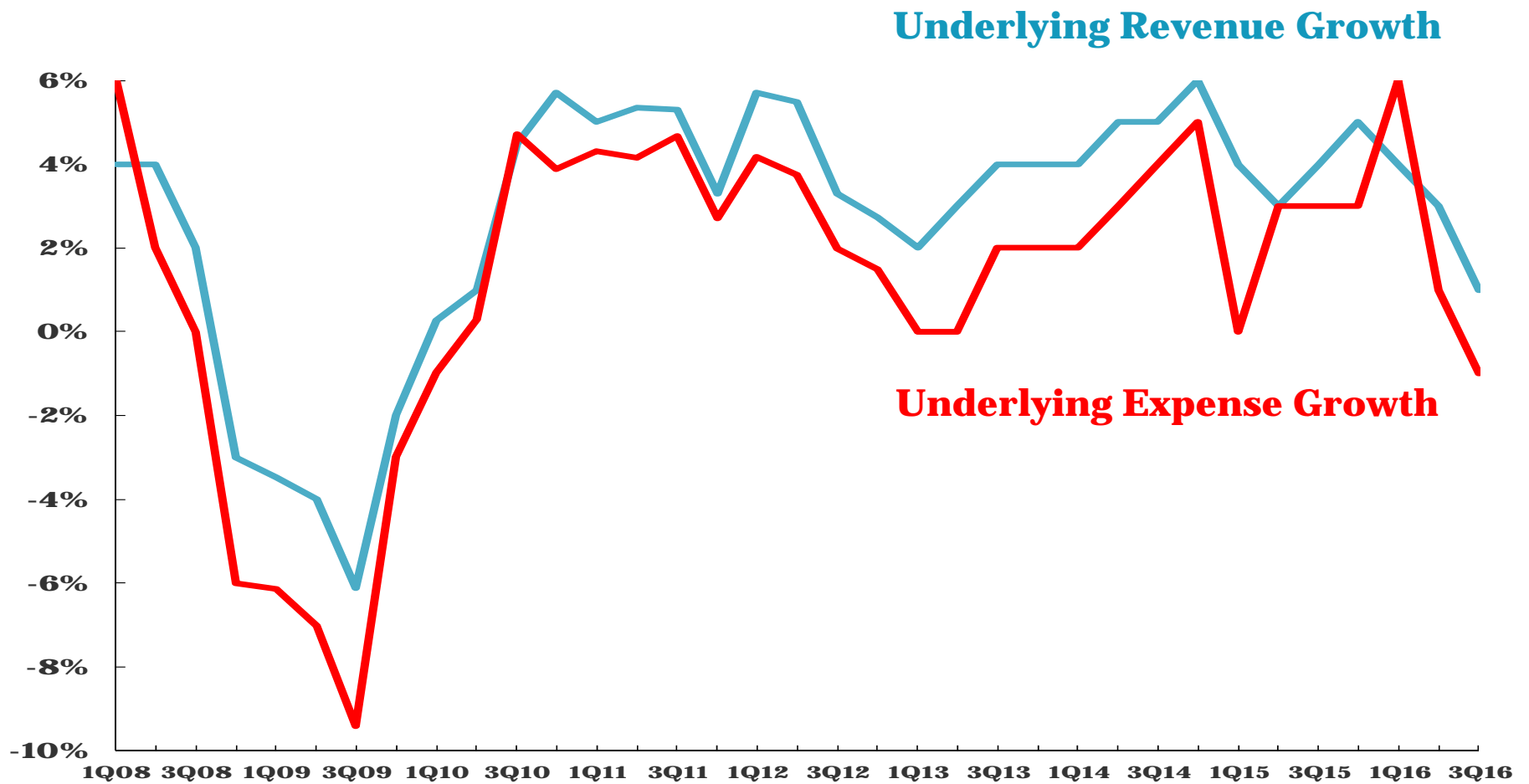
Adjusted Operating Income



*12 months ended 9/30/16
Reconciliation of Non-GAAP measures included in Appendix



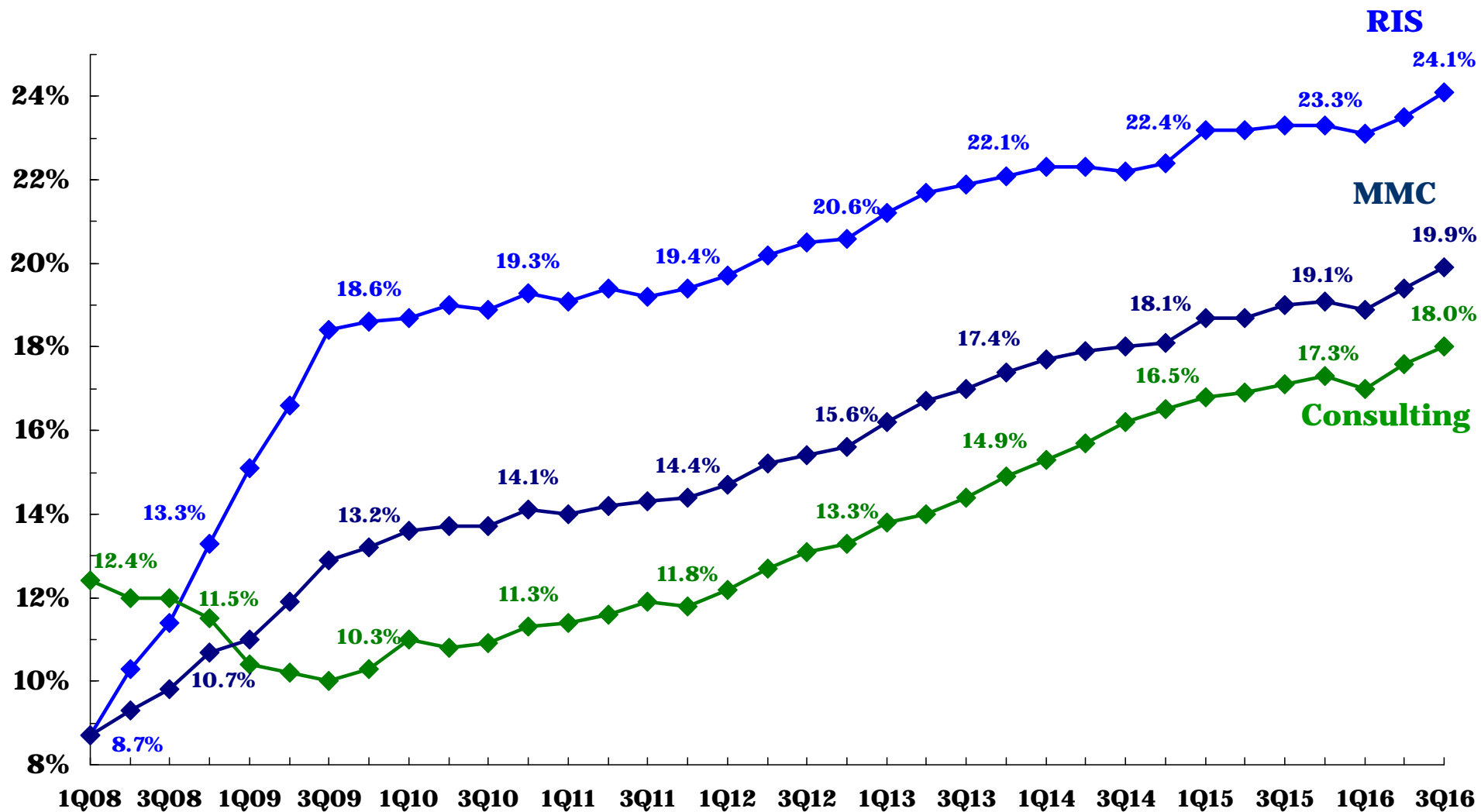
Operating Leverage Produces Margin Expansion



Underlying revenue and expense measure the change in revenue and expense using consistent currency exchange rates, excluding the impact of certain items that affect comparability such as: acquisitions, dispositions and transfers among businesses.



Adjusted Operating Margin: Rolling 4 Quarters



Includes amortization expense
 Reconciliation of Non-GAAP measures included in Appendix



Capital Allocation Priorities



Investment for organic growth



Strong dividend growth



Quality acquisitions

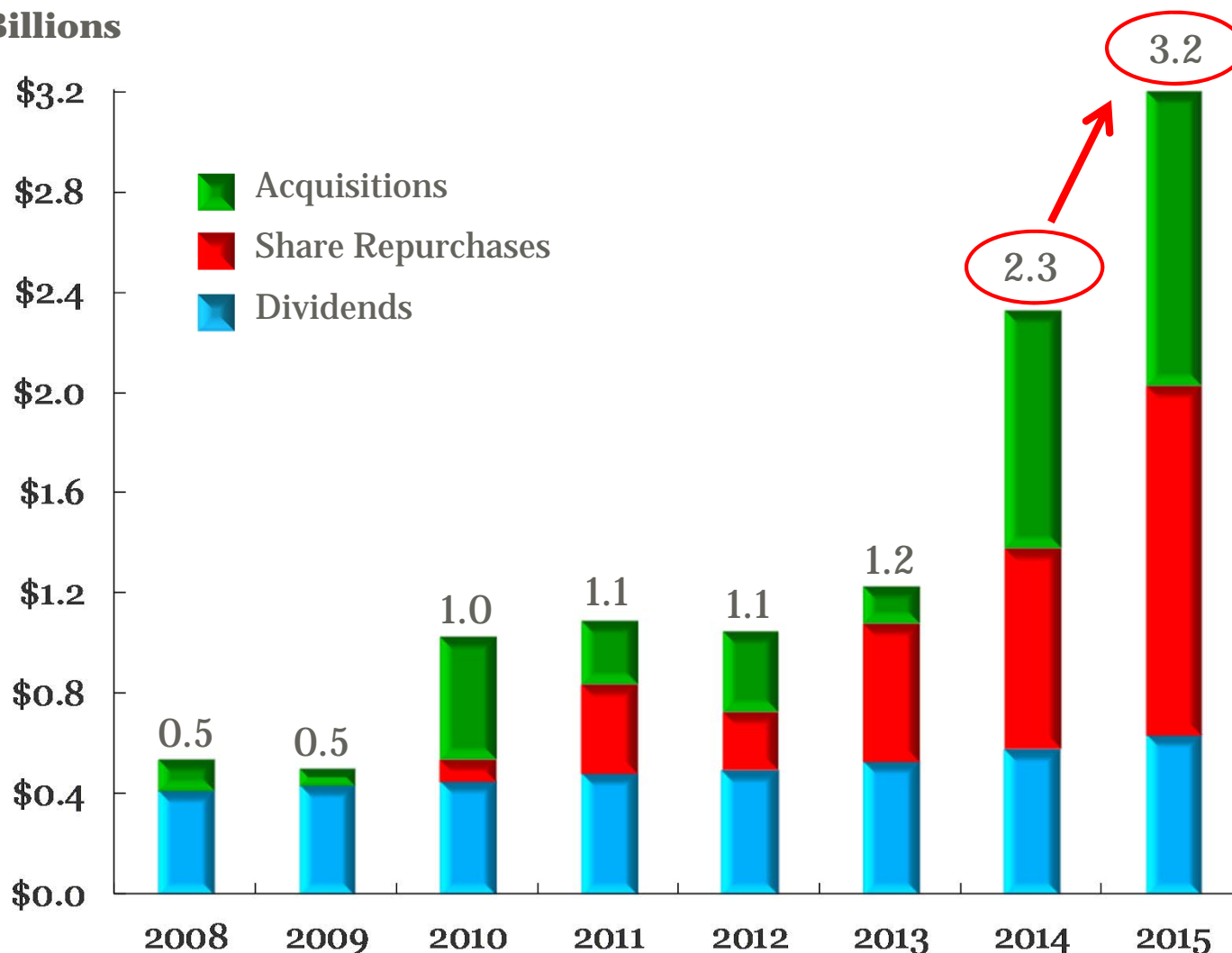


Share repurchase



Dividends, Share Repurchases and Acquisitions

Billions



We are committed to reducing shares outstanding each year

We are committed to double-digit increases in our annual dividends



We Are Returning More Cash to Shareholders

Billions

\$2.0

\$1.6

\$1.2

\$0.8

\$0.4

\$0.0

■ Share Repurchases
■ Dividends

CAGR 26%

0.4

0.4

0.5

0.8

0.7

1.1

1.4

2.0

2015 share repurchases and dividends 47% higher than 2014

2008

2009

2010

2011

2012

2013

2014

2015

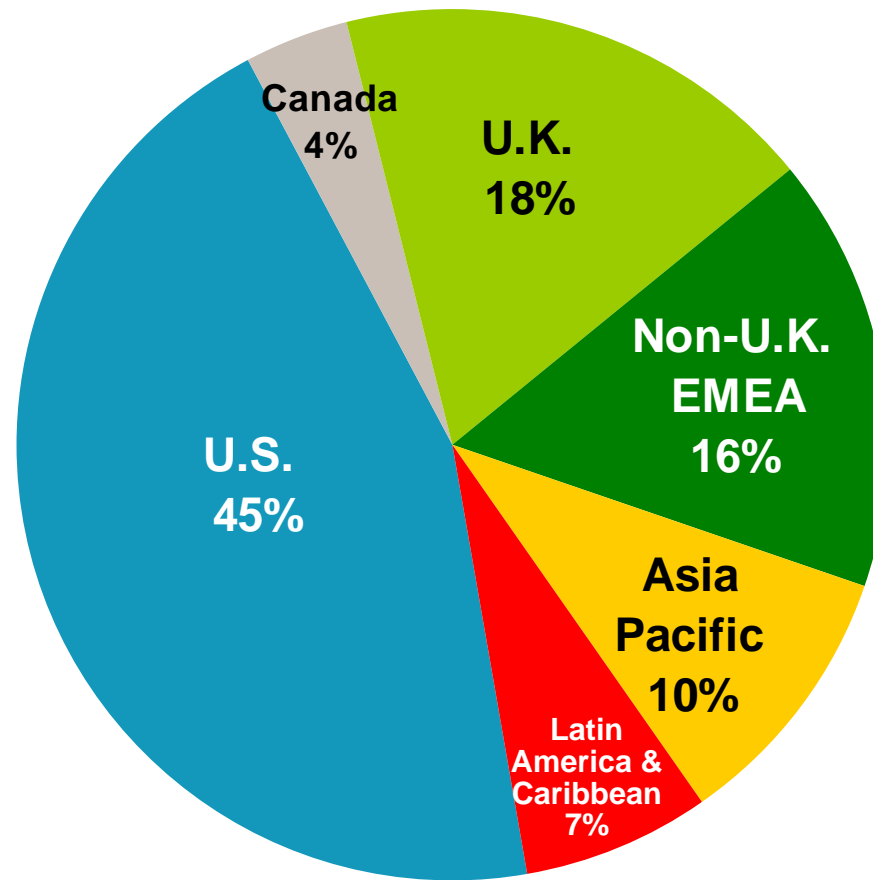


RISK & INSURANCE SERVICES

Marsh and Guy Carpenter

Risk & Insurance Services

Revenue



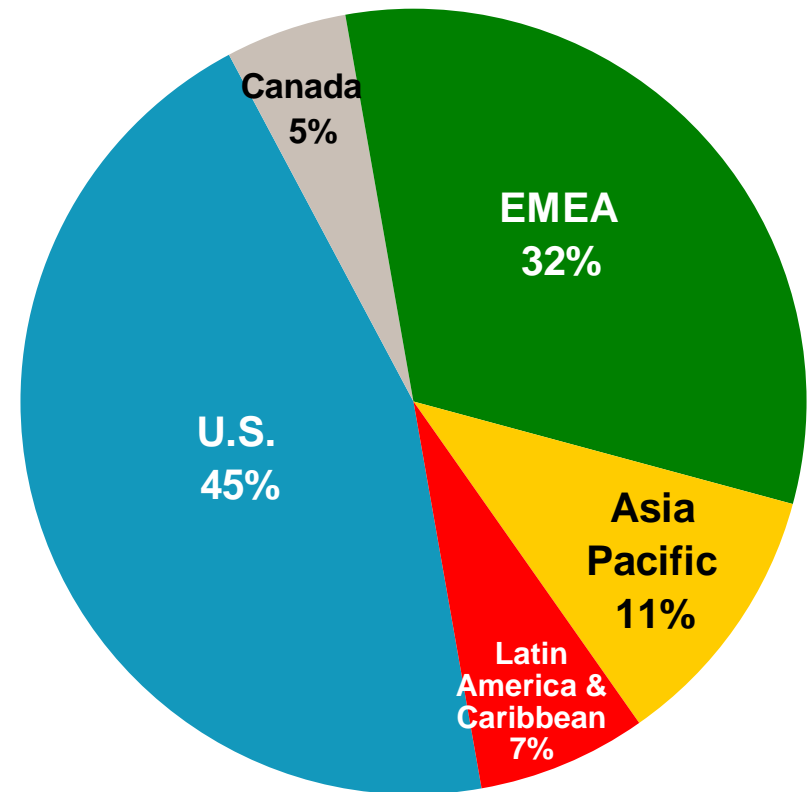
2016*
\$7.1 Billion



*12 months ended 9/30/16



- 30,000 colleagues serve businesses, public entities, and private clients in more than 130 countries
- 21 industry practices
- 18 risk and specialty practices
- Industry-leading content and intellectual capital
- Significant resources and depth of expertise
- \$55 Billion in global premium

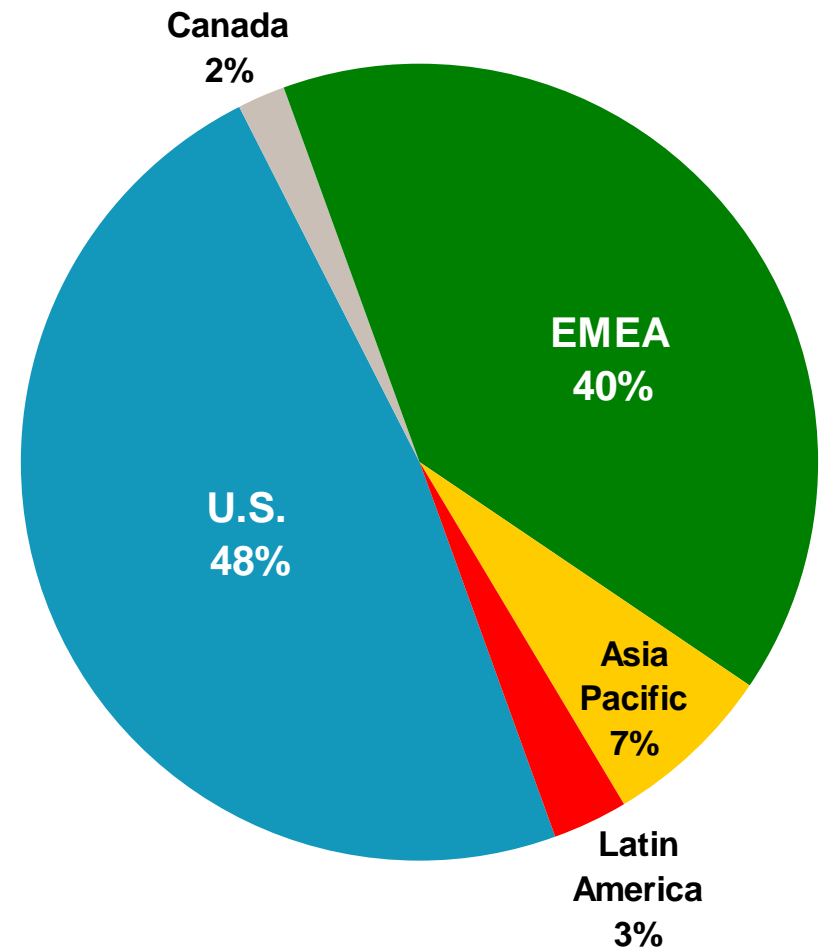


2016* Revenue
\$5.9 Billion



*12 months ended 9/30/16

- Over 2,300 employees in over 50 offices worldwide
- 1,600 clients
- Serves clients through reinsurance broking, strategic advisory, and industry-leading analytics
- Places over \$21 Billion in reinsurance premiums annually
- Significant opportunity for international growth



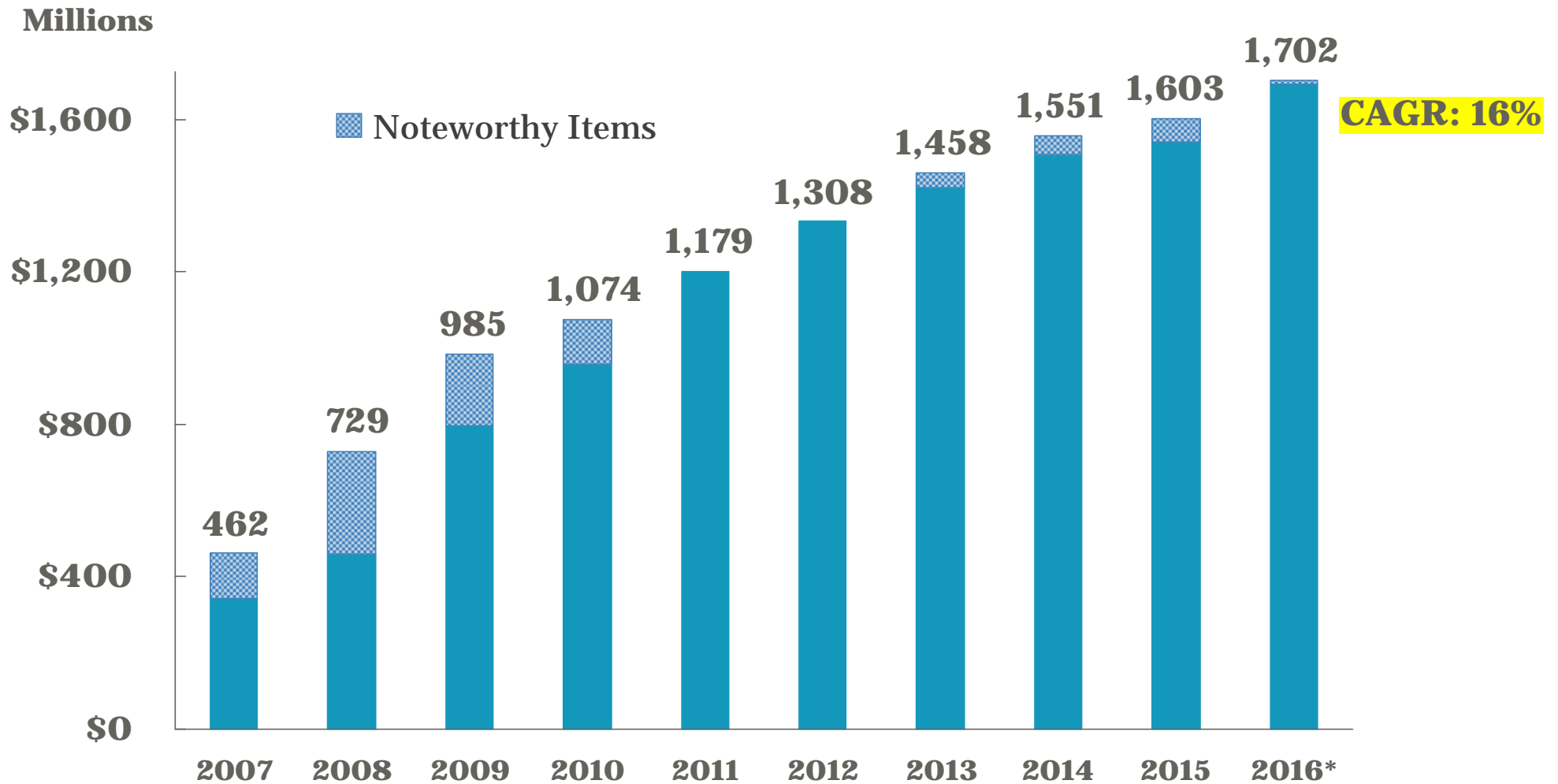
**2016* Revenue
\$1.1 Billion**



*12 months ended 9/30/16

Risk & Insurance Services

Adjusted Operating Income



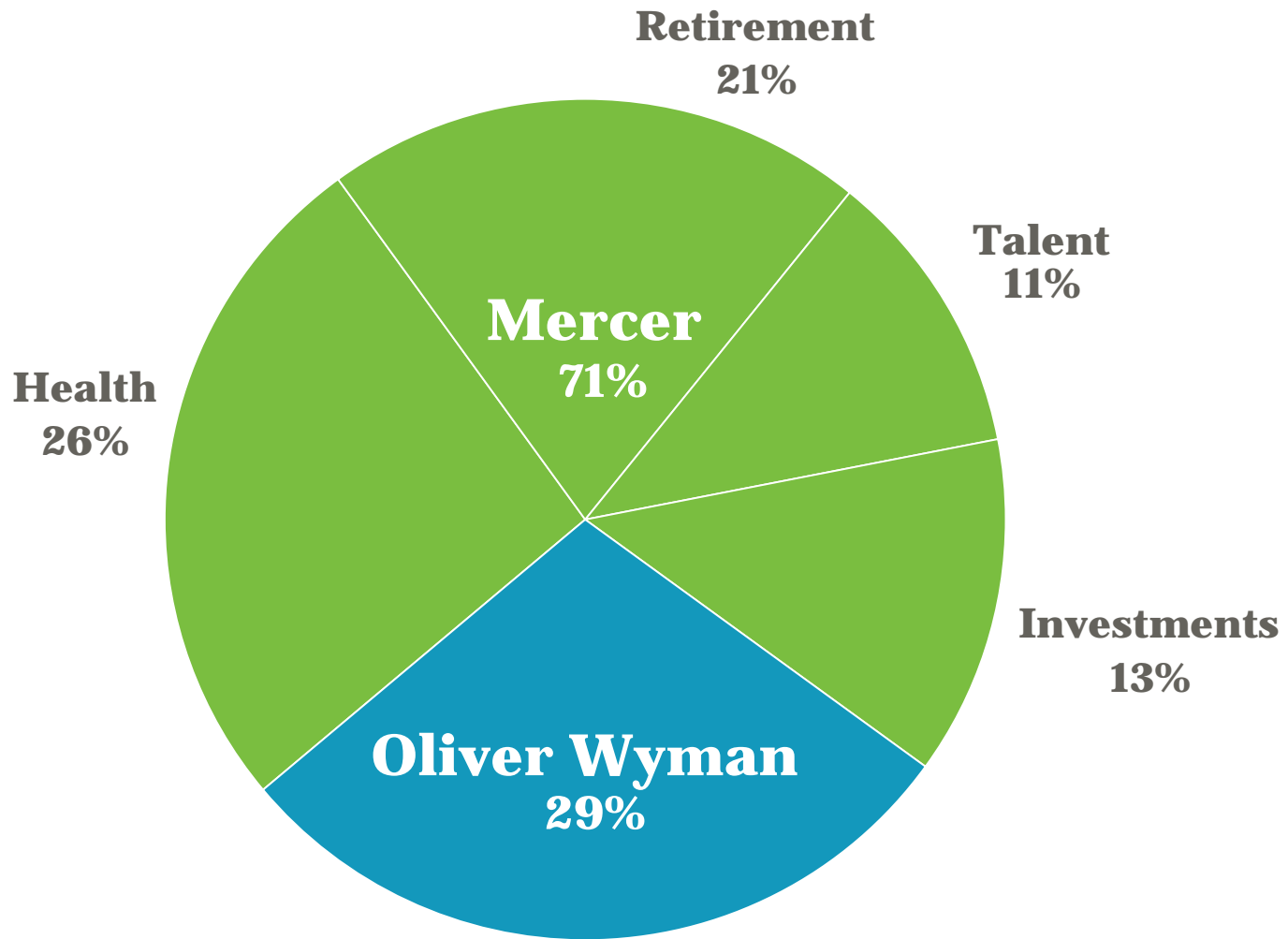
*12 months ended 9/30/16
Reconciliation of Non-GAAP measures included in Appendix



CONSULTING

Mercer and Oliver Wyman

Consulting Revenue



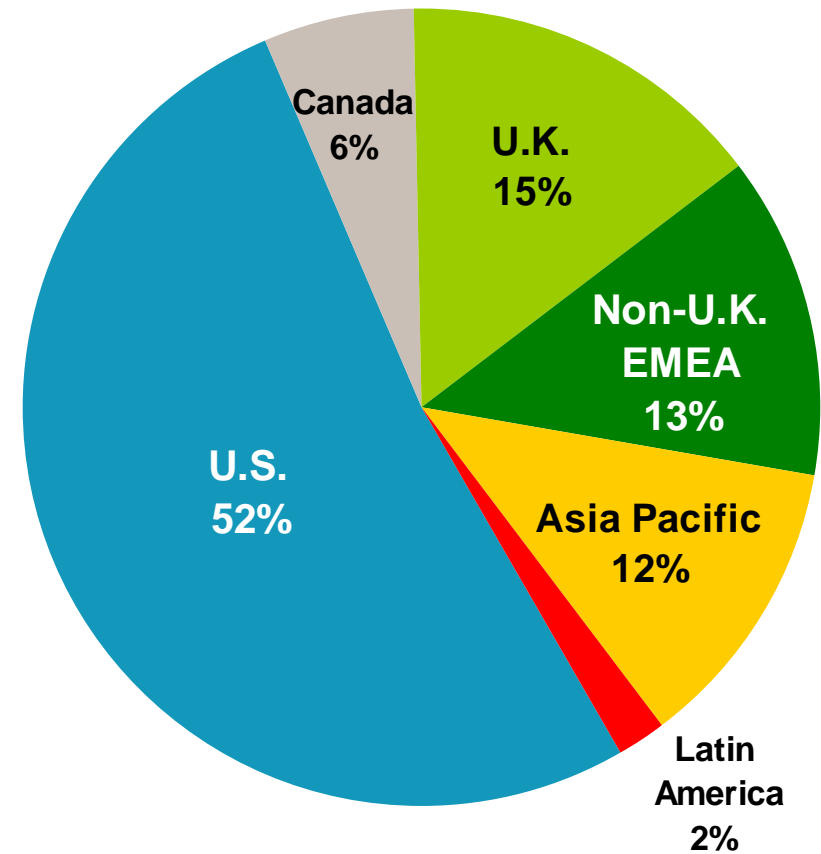
2016*
\$6.1 Billion



*12 months ended 9/30/16



- More than 21,000 colleagues
- Offices in 43 countries
- A global leader in:
 - Health
 - Wealth
 - Careers
- 88% of Fortune 500 are clients
- 80% of clients have less than 5,000 employees



**2016* Revenue
\$4.4 Billion**



*12 months ended 9/30/16

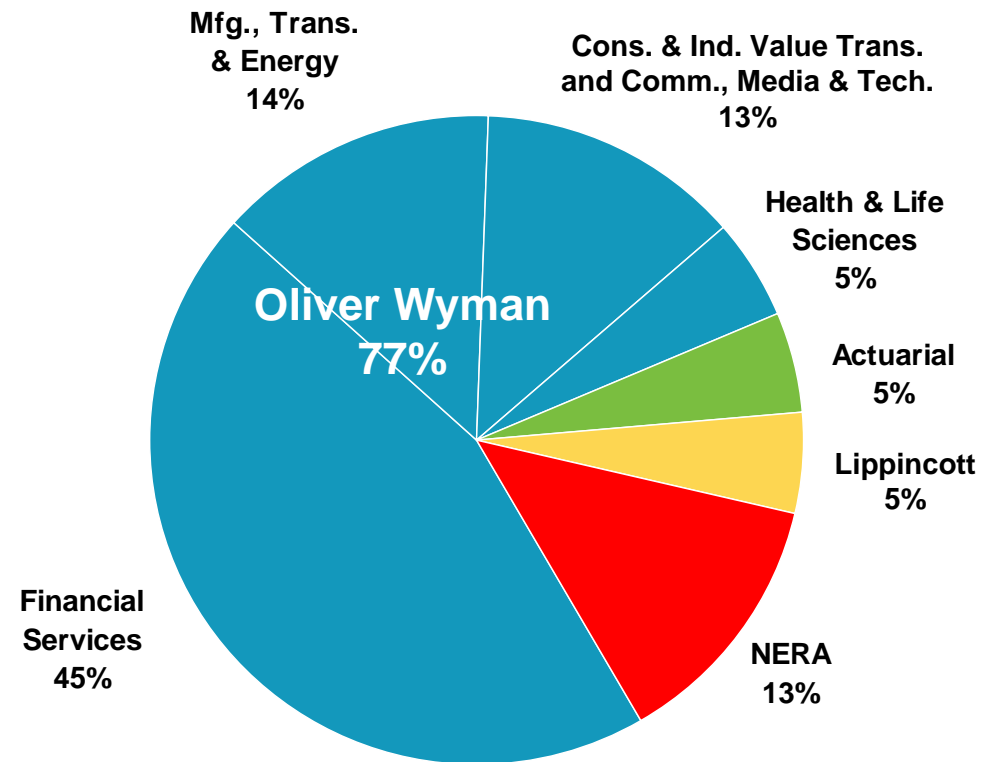
Exchanges

Mercer Marketplace is a Leading Group Active Exchange

- ✓ **Platform scale of 100 to over 100,000 employees**
- ✓ **Funding flexibility of fully-insured and self-funded options**
- ✓ **Multi-carrier and single-carrier platform**
- ✓ **Defined Benefits and Defined Contribution options**
- ✓ **25 products including voluntary benefits**
- ✓ **Exceptional online and live decision-making support**



- Fourth largest of global strategy and management consultants
- More than 1,300 clients
- Over 4,000 colleagues in more than 50 offices in 26 countries
- Leading market positions in
 - Financial Services
 - Aviation
 - Retail
- Build of Health & Life Sciences, Energy, Insurance, and Cross-Industry Capabilities



**2016* Revenue
\$1.8 Billion**



*12 months ended 9/30/16

Consulting

Adjusted Operating Income

Millions

\$1,000

\$800

\$600

\$400

\$200

\$0

Noteworthy Items

614

595

477

568

648

747

847

997

1,041

1,100

2007

2008

2009

2010

2011

2012

2013

2014

2015

2016*

CAGR: 13%

CAGR: 7%

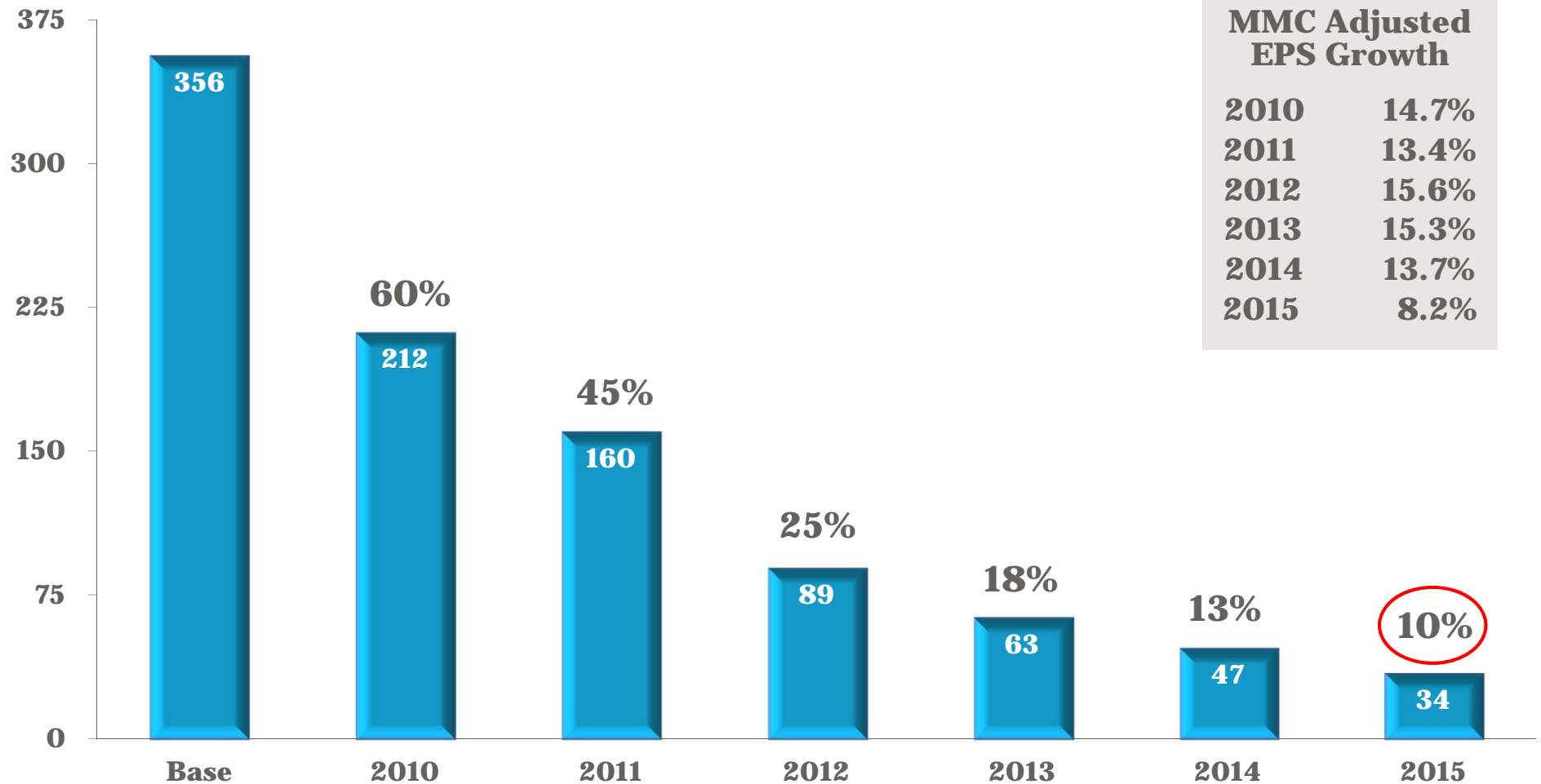
*12 months ended 9/30/16
Reconciliation of Non-GAAP measures included in Appendix



Why Invest In MMC?

We Have a Record of Consistent Adjusted EPS Growth

Top 10% of S&P 500 Companies -- *Growing Adjusted EPS 8%+ Each Year*

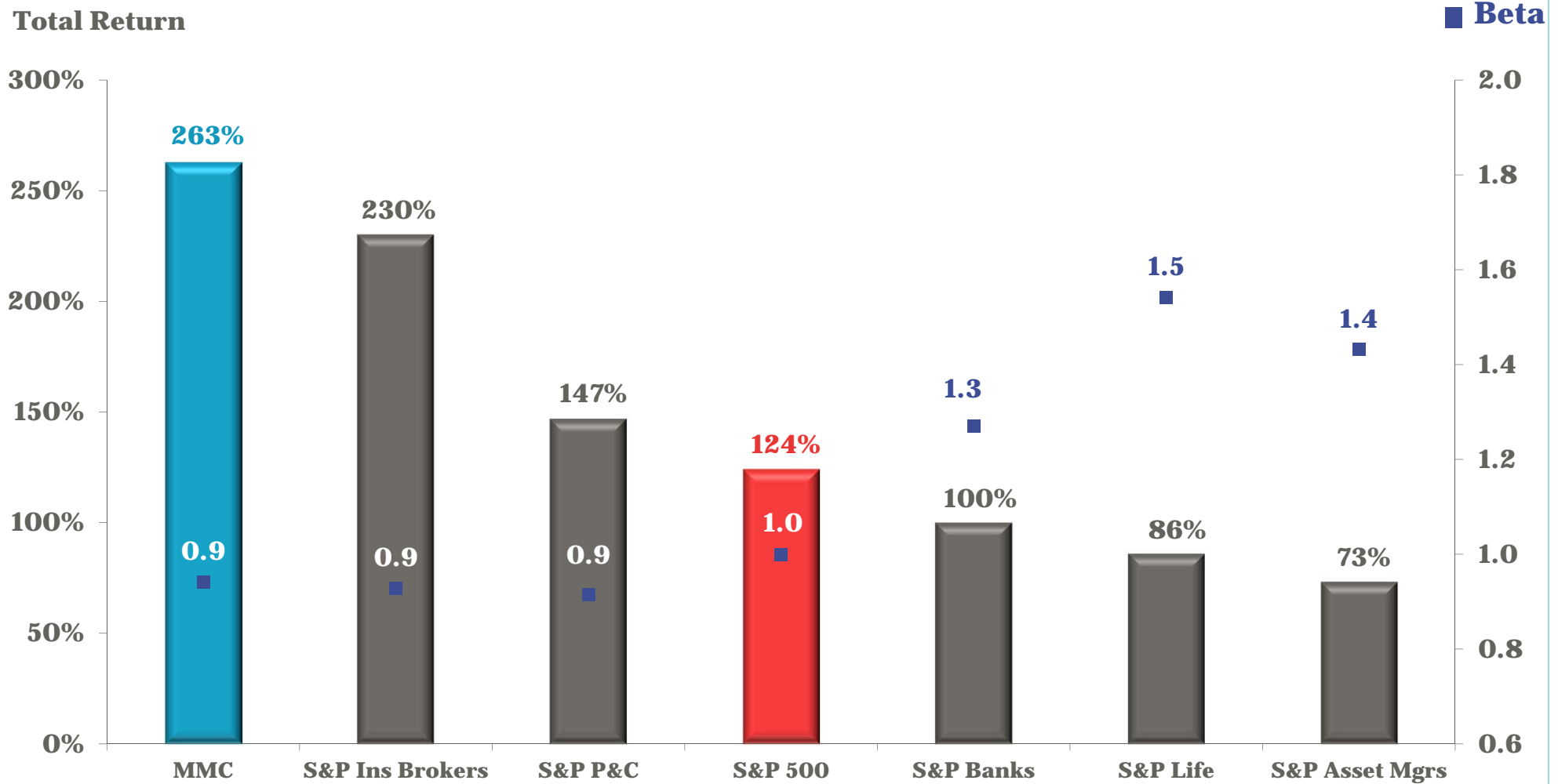


S&P 500 Companies with \$5+ Billion of revenue; Source: SNL, FactSet
Reconciliation of Non-GAAP measures in Appendix



Stronger Returns with Less Risk

2010 – September 30, 2016 Total Return



Source: FactSet

Why Own



MARSH & MCLENNAN COMPANIES

We are Committed to Growth

**Long-term
13% EPS
Growth**

**Increasing
Cash Flows**

**Reducing
Share
Count**

**Double-
Digit
Dividend
Growth**

2016 & Beyond

Attractive Growth:

- ✓ **Revenue**
- ✓ **Earnings**
- ✓ **Margins**
- ✓ **Cash Flow**
- ✓ **Dividends**
- ✓ **Share Repurchase**



APPENDIX

Marsh & McLennan Companies

Reconciliation of Non-GAAP Measures (\$Millions)

Adjusted Operating Income and Adjusted Operating Margin

	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016*</u>
Revenue	10,370	10,730	9,831	10,550	11,526	11,924	12,261	12,951	12,893	13,186
Operating Income as Reported	757	679	778	939	1,638	1,829	2,077	2,301	2,419	2,625
Restructuring Charges	74	328	243	141	51	78	22	12	28	29
Settlement, Legal & Regulatory	51	51	242	10	(21)	(2)	-	-	-	-
Adj. to Acquisition Related Accts.	-	-	-	-	(1)	(35)	32	37	51	14
Other	<u>31</u>	<u>89</u>	<u>39</u>	<u>393</u>	<u>(7)</u>	<u>(6)</u>	<u>(3)</u>	<u>(1)</u>	<u>(38)</u>	<u>(54)</u>
Adjustments	156	468	524	544	22	35	51	48	41	(11)
Operating Income as Adjusted	913	1,147	1,302	1,483	1,660	1,864	2,128	2,349	2,460	2,614
Operating Margin as Reported	7.3%	6.3%	7.9%	8.9%	14.2%	15.3%	16.9%	17.8%	18.8%	19.9%
Operating Margin as Adjusted	8.8%	10.7%	13.2%	14.1%	14.4%	15.6%	17.4%	18.1%	19.1%	19.9%

*12 months ended 9/30/16

Other in 2010 includes \$400 net Alaska litigation settlement; in 2015 includes \$37 gain on disposal of Mercer's U.S. defined contribution recordkeeping business; in 2016, in addition to gain on disposal of Mercer's U.S. defined contribution recordkeeping business, also includes the net gain on the deconsolidation of Marsh's India subsidiary.

Adjusted operating income is calculated by excluding the impact of certain noteworthy items from the Company's GAAP operating income. The above table identifies these noteworthy items and reconciles adjusted operating income to GAAP operating income on a consolidated basis.

Adjusted operating margin is calculated by dividing adjusted operating income by consolidated GAAP revenue less the net gain on the deconsolidation of Marsh's India subsidiary and contingent proceeds related to the disposal of Mercer's U.S. defined contribution recordkeeping business.



Risk & Insurance Services

Reconciliation of Non-GAAP Measures (\$Millions)

Adjusted Operating Income and Adjusted Operating Margin

	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016*</u>
Revenue	5,400	5,466	5,284	5,557	6,079	6,350	6,596	6,931	6,869	7,082
Operating Income as Reported	342	460	796	957	1,200	1,334	1,421	1,509	1,539	1,694
Restructuring Charges	60	193	169	102	1	8	7	5	8	7
Settlement, Legal & Regulatory	51	51	12	10	(21)	-	-	-	-	-
Adj. to Acquisition Related Accts.	-	-	-	-	(1)	(32)	31	37	56	12
Other	<u>9</u>	<u>25</u>	<u>8</u>	<u>5</u>	<u>-</u>	<u>(2)</u>	<u>(1)</u>	<u>-</u>	<u>-</u>	<u>(11)</u>
Adjustments	120	269	189	117	(21)	(26)	37	42	64	8
Operating Income as Adjusted	462	729	985	1,074	1,179	1,308	1,458	1,551	1,603	1,702
Operating Margin as Reported	6.3%	8.4%	15.1%	17.2%	19.7%	21.0%	21.5%	21.8%	22.4%	23.9%
Operating Margin as Adjusted	8.6%	13.3%	18.6%	19.3%	19.4%	20.6%	22.1%	22.4%	23.3%	24.1%

*12 months ended 9/30/16

Other in 2008 includes accelerated amortization of \$22; in 2016 is the net gain on the deconsolidation of Marsh's India subsidiary.

Adjusted operating income is calculated by excluding the impact of certain noteworthy items from the Company's GAAP operating income. The above table identifies these noteworthy items and reconciles adjusted operating income to GAAP operating income on a segment basis.

Adjusted operating margin is calculated by dividing adjusted operating income by segment GAAP revenue less the net gain on the deconsolidation of Marsh's India subsidiary.



Consulting

Reconciliation of Non-GAAP Measures (\$Millions)

Adjusted Operating Income and Adjusted Operating Margin

	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016*</u>
Revenue	4,884	5,196	4,609	5,042	5,487	5,613	5,701	6,059	6,064	6,147
Operating Income as Reported	606	555	405	144	617	692	845	996	1,075	1,132
Restructuring Charges	2	40	42	24	31	58	2	1	8	9
Adj. to Acquisition Related Accts.	-	-	-	-	-	(3)	1	-	(5)	2
Other	<u>6</u>	<u>-</u>	<u>30</u>	<u>400</u>	<u>-</u>	<u>-</u>	<u>(1)</u>	<u>-</u>	<u>(37)</u>	<u>(43)</u>
Adjustments	8	40	72	424	31	55	2	1	(34)	(32)
Operating Income as Adjusted	614	595	477	568	648	747	847	997	1,041	1,100
Operating Margin as Reported	12.4%	10.7%	8.8%	2.9%	11.2%	12.3%	14.8%	16.4%	17.7%	18.4%
Operating Margin as Adjusted	12.6%	11.5%	10.3%	11.3%	11.8%	13.3%	14.9%	16.5%	17.3%	18.0%

*12 months ended 9/30/16

Other in 2010 is net Alaska litigation settlement; in 2015 and 2016 it is the gain on the disposal of Mercer's U.S. defined contribution recordkeeping business.

Adjusted operating income is calculated by excluding the impact of certain noteworthy items from the Company's GAAP operating income. The above table identifies these noteworthy items and reconciles adjusted operating income to GAAP operating income on a segment basis.

Adjusted operating margin is calculated by dividing adjusted operating income by segment GAAP revenue less the contingent proceeds related to the disposal of Mercer's U.S. defined contribution recordkeeping business.



Marsh & McLennan Companies

Reconciliation of Non-GAAP Measures

Adjusted Earnings per Share

	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016*</u>
Diluted EPS, Continuing Operations	\$.88	\$.70	\$.96	\$ 1.00	\$ 1.73	\$ 2.13	\$ 2.42	\$ 2.61	\$ 2.98	\$ 3.25
Adjustments, after tax	<u>.45</u>	<u>.70</u>	<u>.65</u>	<u>.64</u>	<u>.13</u>	<u>.02</u>	<u>.06</u>	<u>.21</u>	<u>.07</u>	<u>(.01)</u>
Diluted EPS as Adjusted	\$ 1.33	\$ 1.40	\$ 1.61	\$ 1.64	\$ 1.86	\$ 2.15	\$ 2.48	\$ 2.82	\$ 3.05	\$ 3.24
Tax Benefit				<u>(\$0.18)</u>						
Normalized for Tax Benefit				\$ 1.43						

*12 months ended 9/30/16

2014 and 2011 adjusted EPS excludes expense of \$.15 and \$.09, respectively, related to early extinguishment of debt





MARSH & McLENNAN
COMPANIES