

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

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of report (Date of earliest event reported) September 12, 2005

Marsh & McLennan Companies, Inc.
(Exact Name of Registrant as Specified in Charter)

Delaware	1-5998	36-2668272
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

1166 Avenue of the Americas, New York, NY	10036
(Address of Principal Executive Offices)	(Zip Code)

Registrant's telephone number, including area code (212) 345-5000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01. Other Events

On September 12, 2005, Marsh & McLennan Companies, Inc. (the “Company”) issued a press release announcing that the Company had commenced an offering of an aggregate of \$1 billion of senior notes. The Company intends to use the proceeds to repay a portion of its outstanding bank borrowings. The press release is attached as Exhibit 99.1 hereto.

In connection with the above-referenced offering, the Company disclosed the following:

As previously disclosed, numerous state attorneys general and commissioners of insurance are conducting ongoing investigations relating to the allegations in the lawsuit filed by the New York Attorney General on October 14, 2004. The Company has recently been contacted by certain of these entities indicating that they may seek additional monetary or other remedies from the Company. The office of one state attorney general has sent a letter to the Company indicating its intention to file a civil claim after September 13, 2005 if a resolution is not reached. The Company is continuing to cooperate in connection with all pending inquiries.

Item 9.01. Financial Statements and Exhibits.

(a) **Not applicable**

(b) **Not applicable**

(c) **Exhibits**

99.1 Press release issued by Marsh & McLennan Companies, Inc. on September 12, 2005

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MARSH & McLENNAN COMPANIES, INC.

By: /s/ Bart Schwartz

Name: Bart Schwartz

Title: Vice President &
Deputy General Counsel

Date: September 12, 2005

Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release issued by Marsh & McLennan Companies, Inc. on September 12, 2005

News Release

MMC COMMENCES OFFERING OF \$1 BILLION OF SENIOR NOTES

NEW YORK, NEW YORK, September 12, 2005—Marsh & McLennan Companies, Inc. (MMC) announced that it had commenced an offering of an aggregate of \$1 billion of senior notes. MMC intends to use the proceeds to repay a portion of its outstanding bank borrowings, plus accrued and unpaid interest thereon.

Citigroup and Goldman, Sachs & Co. are acting as Global Coordinators and Joint Book-Running Managers. Bank of America Securities LLC, Deutsche Bank Securities, Merrill Lynch & Co. and UBS Investment Bank are acting as Joint Book-Running Managers.

A copy of the prospectus relating to the offering may be obtained from Citigroup's Prospectus Department, 140 58th Street, 8th Floor, Brooklyn, New York 11220 (718-765-6732) or Goldman, Sachs & Co.'s Prospectus Department, 85 Broad Street, New York, New York 10004 (212-902-1171).

The shelf registration statement relating to the foregoing has previously been filed and declared effective by the Securities and Exchange Commission. These securities may not be sold nor may offers to buy be accepted prior to the time that the prospectus supplement and related prospectus are delivered in final form.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of these securities in any state in which such offer, solicitation, or sale would be unlawful prior to the registration or qualification under the securities laws of any such state.

MMC is a global professional services firm with annual revenues exceeding \$12 billion. It is the parent company of Marsh, the world's leading risk and insurance services firm; Guy Carpenter, the world's leading risk and reinsurance specialist; Kroll, the world's leading risk consulting company; Mercer, a major global provider of human resource and specialty consulting services; and Putnam Investments, one of the largest investment management companies in the United States. Approximately 60,000 employees provide analysis, advice, and transactional capabilities to clients in over 100 countries. Its stock (ticker symbol: MMC) is listed on the New York, Chicago, Pacific, and London stock exchanges. MMC's website address is www.mmc.com.