

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Gebauer Julie Jarecke</u>  (Last) (First) (Middle) C/O WILLIS GROUP LIMITED 51 LIME STREET  (Street) LONDON X0 EC3M 7DQ  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>WILLIS TOWERS WATSON PLC [ WTW ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Head of Health, Wealth &amp; Career</u>
	3. Date of Earliest Transaction (Month/Day/Year) 04/01/2024	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Ordinary Shares, nominal value \$0.000304635 per share	04/01/2024		A		1,559 <sup>(1)</sup>	A	\$0	74,345.009	D	
Ordinary Shares, nominal value \$0.000304635 per share	04/01/2024		X		10	A	\$0	74,355.009	D	
Ordinary Shares, nominal value \$0.000304635 per share	04/01/2024		F		122 <sup>(2)</sup>	D	\$275	74,233.009	D	
Ordinary Shares, nominal value \$0.000304635 per share	04/01/2024		F		171 <sup>(3)</sup>	D	\$275	74,062.009	D	
Ordinary Shares, nominal value \$0.000304635 per share	04/01/2024		F		186 <sup>(4)</sup>	D	\$275	73,876.009	D	
Ordinary Shares, nominal value \$0.000304635 per share								534	I	Dane Adam Gebauer Management Trust UA Feb 18, 2012
Ordinary Shares, nominal value \$0.000304635 per share								534	I	Jeffrey Austin Gebauer Management Trust UA Feb 18, 2012

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities 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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Dividend Equivalent Rights-2022 RSU Award	(5)	04/01/2024		X			10	(5)	(5)	Ordinary Shares, nominal value \$0.000304635 per share	10	\$0	10.383	D	

**Explanation of Responses:**

- Comprised of 1,559 time-based restricted share units ("RSUs"), which represent the right to receive ordinary shares, par value \$0.000304635 per share, of the Issuer. The RSUs shall vest ratably over a three-year period as of the first, second and third anniversaries of the grant date.
- Withholding of shares by Issuer incident to the tax payment related to the vesting and settlement of 386 restricted share units granted on April 1, 2022.
- Withholding of shares by Issuer incident to the tax payment related to the vesting and settlement of 434 restricted share units granted on April 1, 2023.
- Withholding of shares by Issuer incident to the tax payment related to the vesting and settlement of 471 restricted share units granted on April 1, 2023.

5. The dividend equivalent rights accrued on the reporting person's RSU award and were credited in the form of additional RSUs that vested and were payable at the same time as the underlying RSUs. Each dividend equivalent right is the economic equivalent of one WTW Ordinary Share.

/s/ Julie J. Gebauer by Elaine  
Wiggins, Attorney-in-Fact  
(power of attorney previously  
filed)

04/03/2024

\*\* Signature of Reporting Person      Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**