SEC For	rm 4																	
	FORM	4	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549													OMB APPROVAL		
Sectio obligat	this box if no long n 16. Form 4 o tions may conti ction 1(b).		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															
	nd Address of er Julie Ja						ker or Tradin <u>RS WAT</u>			] (Checl	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify							
	```	First) UP LIMITED	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 04/15/2020								A below) below) Head of Human Capital&Benefits					
(Street) LONDON X0			EC3M 7DQ		X Form							Form file	al or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(	State)	(Zip)															
			Table I - Non	Deriv	ative	Securitie	es A	cquired,	Disp	osed	of, or Bene	eficially C	wned					
Date				2. Transa Date (Month/D		2A. Deer Executio if any (Month/E	on Dat	Code (I	ction Dispos		t (A) or	(A) or 3, 4 and 5) Price	5. Amount of Securities Beneficially Own Following Reported Transaction(s) (Instr. 3 and 4)		Form:	nership Direct Indirect tr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								• •	•		f, or Benef		1.	u +)	<u> </u>	l		
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 A Securities Un Derivative Se 3 and 4)	derlying	g Derivative		ber of ive ies sially ng ed	10. Ownershi Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownershi (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable		piration te	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)				
Restricted Share Unit	(1)	04/15/2020		A		66.0228 <sup>(2)</sup>		(1)		(1)	Ordinary Shares, nominal value \$0.000304635 per share		\$0	19,872	2.2891	D		
Restricted Share Unit	(1)	04/15/2020		A		5.5697 <sup>(3)</sup>		(1)		(1)	Ordinary Shares, nominal value \$0.000304635 per share	5.5697	\$0	19,877	7.8588	D		
Restricted	(4)	0.4/45/2020				s 2000(5)		(4)	Γ	(4)	Ordinary Shares,	6.0902	<b>*</b> 0	1.015	1521	D		

Explanation of Responses:

Share Unit

(4)

04/15/2020

1. Restricted share units settle for Ordinary Shares, nominal value \$0.000304635 per share, on a 1:1 basis 6 months after the reporting person's termination date.

Α

2. Represents dividends acquired under the Willis Towers Watson Non-Qualified Deferred Savings Plan for U.S. Employees pursuant to the participant's deferral election and automatic deferral of earned awards under the

6.9892<sup>(5)</sup>

Company's Long-Term Incentive Plan. 3. Represents dividends acquired pursuant to the Company's matching contribution on the participant's deferral pursuant to the terms of the Willis Towers Watson Non-Qualified Deferred Savings Plan for U.S. Employees and credited to the participant's account in the form of restricted share units.

(4)

(4)

nominal value

\$0 000304635 per share

4. Vested shares under the Willis Towers Watson Non-Qualified Stable Value Excess Plan for U.S. Employees settle for Ordinary Shares, nominal value \$0.000304635 per share, on a 1:1 basis on the first business day of the month on which the NASDAQ Stock Market is open for business following the earlier of (i) the date that is 6 months after the reporting person's separation from service and (ii) the date that is 30 days after the

reporting person's death.

5. Represents dividends acquired pursuant to the Company's contribution under the Willis Towers Watson Non-Qualified Stable Value Excess Plan for U.S. Employees and credited to the participant's account in the form of restricted share units.

/s/ Julie J. Gebauer by Elaine Wiggins, Attorney-in-Fact (power of attorney previously filed) \*\* Signature of Reporting Person Date

6.9892

\$<mark>0</mark>

04/17/2020

1,915.1521

D

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.