

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

<b>1. Name and Address of Reporting Person*</b> <u>Gribben Allan Crawford Adamson</u>  (Last) (First) (Middle) TEN TRINITY SQUARE  (Street) LONDON X0 EC3P 3AX  (City) (State) (Zip)	<b>2. Date of Event Requiring Statement (Month/Day/Year)</b> 02/13/2006	<b>3. Issuer Name and Ticker or Trading Symbol</b> <u>WILLIS GROUP HOLDINGS LTD [ WSH ]</u>  <b>4. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Exec., Willis UK/Ireland	<b>5. If Amendment, Date of Original Filed (Month/Day/Year)</b>  <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common	3,494	D	

### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
COMMON STOCK	12/02/2004	12/02/2012	COMMON STOCK	1,397	28.62	I	Right to Buy
COMMON STOCK	12/02/2005	12/02/2012	COMMON STOCK	1,398	28.62	I	Right to Buy
COMMON STOCK	12/02/2006	12/02/2012	COMMON STOCK	1,397	28.62	I	Right to Buy
COMMON STOCK	12/02/2007	12/02/2012	COMMON STOCK	1,398	28.62	I	Right to Buy
COMMON STOCK	12/02/2008	12/02/2012	COMMON STOCK	1,398	28.62	I	Right to Buy
COMMON STOCK	02/11/2005	02/11/2013	COMMON STOCK	100	27.6	I	Right to Buy
COMMON STOCK	02/11/2006	02/11/2013	COMMON STOCK	100	27.6	I	Right to Buy
COMMON STOCK	02/11/2007	02/11/2013	COMMON STOCK	100	27.6	I	Right to Buy
COMMON STOCK	02/11/2008	02/11/2013	COMMON STOCK	100	27.6	I	Right to Buy
COMMON STOCK	02/11/2009	02/11/2013	COMMON STOCK	100	27.6	I	Right to Buy
COMMON STOCK	02/20/2007	02/20/2014	COMMON STOCK	4,153	1.74 <sup>(1)</sup>	I	Right to Buy
COMMON STOCK	03/19/2005	03/19/2014	COMMON STOCK	10,000	38.06	I	Right to Buy
COMMON STOCK	03/19/2006	03/19/2014	COMMON STOCK	10,000	38.06	I	Right to Buy
COMMON STOCK	03/19/2007	03/19/2014	COMMON STOCK	10,000	38.06	I	Right to Buy
COMMON STOCK	03/19/2008	03/19/2014	COMMON STOCK	10,000	38.06	I	Right to Buy
COMMON STOCK	03/19/2009	03/19/2014	COMMON STOCK	10,000	38.06	I	Right to Buy
COMMON STOCK	01/01/2004	07/01/2013	COMMON STOCK	1,000	30.75	I	Right to Buy
COMMON STOCK	01/01/2005	07/01/2013	COMMON STOCK	1,000	30.75	I	Right to Buy
COMMON STOCK	01/01/2006	07/01/2013	COMMON STOCK	1,000	30.75	I	Right to Buy
COMMON STOCK	01/01/2007	07/01/2013	COMMON STOCK	1,000	30.75	I	Right to Buy
COMMON STOCK	01/01/2008	07/01/2013	COMMON STOCK	1,000	30.75	I	Right to Buy
COMMON STOCK	07/01/2006	12/31/2006	COMMON STOCK	196	33.59 <sup>(2)</sup>	I	Right to Buy
COMMON STOCK	08/01/2007	01/31/2008	COMMON STOCK	193	34.06 <sup>(3)</sup>	I	Right to Buy

**Table II - Derivative Securities Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
COMMON STOCK	07/01/2008	12/31/2008	COMMON STOCK	102	32.33 <sup>(4)</sup>	I	Right to Buy

**Explanation of Responses:**

1. Exercise price GBP1 aggregate - Price stated converted at prevailing rate of exchange
2. Exercise price GBP19.26 - Price stated converted at prevailing rate of exchange
3. Exercise price GBP19.53 - Price stated converted at prevailing rate of exchange
4. Exercise price GBP18.54 - Price stated converted at prevailing rate of exchange

/s/ A C A Gribben

02/22/2006

\*\* 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 5 (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.**