FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549	OMB APPROVAL

П	0111111111	v, \_
ı	CMB March and	2005 2007
ı	OMB Number:	3235-0287
	Estimated average burden	
ı	hours per response:	0.5

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

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

1. Name and Address of Reporting Person*  Burwell Michael J					2. Issuer Name and Ticker or Trading Symbol WILLIS TOWERS WATSON PLC [ WLTW ]									tionship of R all applicabl Director Officer (gi below)	e)	ng Person(s) to Issuer 10% Owner Other (specify below)			
(Last) (First) (Middle) C/O WILLIS GROUP LIMITED 51 LIME STREET					3. Date of Earliest Transaction (Month/Day/Year) 02/06/2020									Chief Financial Officer					
(Street) LONDON X0 EC3M 7DQ				4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Indiv	Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting Person							
(City)	(5	State)	(Zip)																
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3)  2. Transa Date (Month/E					2A. Deemed Execution Date if any (Month/Day/Yea			e, Transaction Di Code (Instr.			4. Secu Dispose	rities Acquire ed Of (D) (Inst	d (A)	) or 4 and 5)	5. Amount of Securities Beneficially Following Reported	Form		Direct Ir ndirect B r. 4) O	7. Nature of ndirect Beneficial Ownership Instr. 4)
				ď				Code V		Amount (A) or (D)		Price	Transaction (Instr. 3 and				1130.4)		
	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. Transa Code ( 8)		n Derivative E		Expir	(Month/Day/Year)			7. Title and A Securities U Derivative S 3 and 4)	nder	lying	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction	e s illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)
				Code	v	(A)	(D)	Date Exerc	cisable	Expi Date	iration	Title		Amount or Number of Shares		(Instr. 4)	on(s)		
Restricted Share Unit	(1)	02/06/2020		A		63.6507 <sup>(2)</sup>			(1)		(1)	Ordinary Shares, nominal valu \$0.00030463 per share		63.6507	\$0	742.97	46	D	

## **Explanation of Responses:**

- 1. 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.
- 2. Includes restricted share units credited to the participant's account by the Company pursuant to the Willis Towers Watson Non-Qualified Stable Value Excess Plan for U.S. Employees (the "Plan") accrual formula, net of the units acquired pursuant to the participant's deferral election under the Plan.

/s/ Michael J. Burwell by Elaine Wiggins, Attorney-in-Fact (power of attorney previously

02/10/2020

filed)

\*\* 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.