FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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| | OMB APPROVAL | | | | | | | | | | |
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| | OMB Number: | 3235-0287 | | | | | | | | | |
| l | Estimated average burden | | | | | | | | | | |

0.5

hours per response:

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

| 1. Name and Address of Reporting Person* Krasner Andrew Jay (Last) (First) (Middle) | | | | | 2. Issuer Name and Ticker or Trading Symbol WILLIS TOWERS WATSON PLC [WTW] 3. Date of Earliest Transaction (Month/Day/Year) | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Chief Financial Officer | | | | ner | |
|---|---|--|---|---|--|-------------------------------------|---|---|--|--|---|--|------------|--|--|--|
| C/O WILLIS GROUP LIMITED 51 LIME STREET | | | | | 10/07/2022 | | | | | | | Cii | iei rinan | ciai C | riicei | |
| (Street) LONDON X0 | | EC3M 7DQ | _ | 4. If Amendment, Date of Original Filed | | | | ed (Month/Da | ay/Year) | 6. Indi | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) (State) (Zip) | | | | | | | | | | | | | | | | |
| 4 7701 64 | | | Table I - Non- | | | _ | | ' | -i | | | | | | | |
| Da | | | ate | 2A. Deemed Execution Date if any (Month/Day/Ye | | e, Transaction Dispose Code (Instr. | | rities Acquired (A) or ed Of (D) (Instr. 3, 4 and 5) | | Securities F Beneficially Owned (| | Form: Direct (D) or Indirect (I) (Instr. 4) Indirect Own | | . Nature of ndirect seneficial ownership lastr. 4) | | |
| | | | | | | | Code | / Amour | nt (A) or (D) | Price | Transaction (Instr. 3 and | | | | (111001. 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) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | Expiration Date Sec (Month/Day/Year) Deri | | 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) | | 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 | Amount or Number of Shares | | (Instr. 4) | | | |
| Restricted Share Unit | (1) | 10/07/2022 | | A | | 58.8014 ⁽²⁾ | | (1) | (1) | Ordinary Shares, nominal value \$0.000304635 per share | 58.8014 | \$204.93 | 178.14 | 462 D | | |
| Restricted Share Unit | (1) | 10/07/2022 | | A | | 34.3009 ⁽³⁾ | | (1) | (1) | Ordinary Shares, nominal value \$0.000304635 per share | 34.3009 | \$0 | 212.44 | 71 | D | |
| Restricted Share Unit | (4) | 10/07/2022 | | A | | 19.6006 ⁽⁵⁾ | | (4) | (4) | Ordinary Shares, nominal value \$0.000304635 per share | 19.6006 | \$204.93 | 90.871 | 11 | D | |

Explanation of Responses:

- 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.
- 2. Includes restricted share units acquired pursuant to the participant's deferral election under the Willis Towers Watson Non-Qualified Deferred Savings Plan for U.S. Employees (the "Plan").
- 3. Includes restricted share units acquired pursuant to the Company's matching contribution on the participant's deferral election pursuant to the terms of the Plan and credited to the participant's account in the form of
- 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
- 5. Includes restricted share units acquired pursuant to the participant's deferral election under the Willis Towers Watson Non-Qualified Stable Value Excess Plan for U.S. Employees.

/s/ Andrew Krasner by Elaine Wiggins, Attorney-in-Fact (power of attorney previously filed)

** Signature of Reporting Person

10/11/2022

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.