

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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* <u>SZTUKA SUSAN A</u> <hr/> (Last) (First) (Middle) <u>C/O WILLIS GROUP HOLDINGS LIMITED</u> <u>TEN TRINITY SQUARE</u> <hr/> (Street) <u>LONDON X0 EC3P 3AX</u> <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>04/10/2007</u>	3. Issuer Name and Ticker or Trading Symbol <u>WILLIS GROUP HOLDINGS LTD [WSH]</u> <hr/> 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><u>Group Director - HR</u></p>	5. If Amendment, Date of Original Filed (Month/Day/Year) <hr/> 6. Individual or Joint/Group Filing (Check Applicable Line) <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)
<u>COMMON</u>	<u>663</u>	<u>D</u>	

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			
<u>COMMON STOCK⁽¹⁾</u>	<u>12/05/2011</u>	<u>12/05/2015</u>	<u>COMMON</u>	<u>1,326</u>	<u>37.7</u>	<u>I</u>	<u>Right to Acquire</u>
<u>COMMON STOCK⁽²⁾</u>	<u>06/20/2008</u>	<u>06/20/2014</u>	<u>COMMON</u>	<u>10,000</u>	<u>32.78</u>	<u>I</u>	<u>Right to Acquire</u>

Explanation of Responses:

1. Option to purchase 1,326 shares of common stock at an exercise price of \$37.70 granted on December 5, 2005, which vests in equal tranches on the second to sixth anniversaries of grant.
2. Option to purchase 10,000 shares of common stock at an exercise price of \$32.78 granted on June 20, 2006, which vests in equal tranches on the second to fifth anniversaries of grant.

/s/ Shaun K Bryant as Attorney 04/20/2007
in Fact of Susan Sztuka

** 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.