FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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OMB APPROV	VAL
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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* Gebauer Julie Jarecke													(Check	ionship of R all applicable Director Officer (giv	e)	Person(s) to Issuer 10% Owr Other (sp		
(Last) (First) (Middle) C/O WILLIS GROUP LIMITED 51 LIME STREET				3. Date of Earliest Transaction (Month/Day/Year) 04/06/2018								X	below)		Capita	below)	´		
(Street)	N 2	(Ο	EC3M 7DQ		4. If Amendment, Date of Original Filed (Month/Day/Year)					6. Indivi	S. 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)																
			Table I - Non	-Deriv	/ative	Securitie	es A	cqı	uired, D	isp	osed	of, or Bene	fici	ally Ov	vned				
1. Title of Security (Instr. 3)			2. Trans Date (Month/		Execution r) if any	2A. Deemed Execution Date, if any (Month/Day/Year		Code (Instr.		4. Secu Dispos	Securities Acquired (A) or isposed Of (D) (Instr. 3, 4 a		er and 5)	5. Amount of Securities Beneficially Owned Following Reported		Form: Direct (D) or Indirect		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	V Amoun		nt (A) or (D) Price		rice	Transaction(s) (Instr. 3 and 4)				nstr. 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)	ction Derivative Exp		6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount Securities Underlyin Derivative Security and 4)			ng Derivative		9. Number of derivative Securities Beneficially Owned Following Reported		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
				Code	v	(A)	Date (D) Exercisable			Exp Dat	oiration e	Title	Nu	nount or mber of ares		Transaction(s) (Instr. 4)			
Restricted Share Unit	(1)	04/06/2018		A		198.7596 ⁽²⁾			(1)	(1)		Ordinary Shares, nominal value \$0.000304635 per share		8.7596	\$146.15	18,055.	8342	D	
Restricted Share Unit	(1)	04/06/2018		A		116.0101 ⁽³⁾		(1)) (1)		Ordinary Shares, nominal value \$0.000304635 per share		6.0101	\$0	18,171.	8443	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 US 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 forms of restricted share units under the Plan

/s/ Julie J. Gebauer by Elaine Wiggins, Attorney-in-Fact (power of attorney previously filed)

04/10/2018

** 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.