## FORM 4

## UNITED

Washington, D.C. 20549

STATES SECURITIES AND EXCHANGE COMMISSION
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**OMB APPROVAL** 

OMB Number:	3235-0287
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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)

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

## 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

l	nd Address of n Matthey	Reporting Person* V		2. Issuer Name and Ticker or Trading Symbol WILLIS TOWERS WATSON PLC [ WTW ]									ationship of k all applical Director Officer (g	ble)	g Perso	10% O	wner		
(Last) (First) (Middle) C/O WILLIS GROUP LIMITED 51 LIME STREET					3. Date of Earliest Transaction (Month/Day/Year) 01/15/2025									officer (give title Other (specify below) below)  General Counsel					
(Street) LONDON X0 EC3M 7DQ					4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	Individual or Joint/Group Filing (Check Applicable ine)  Form filed by One Reporting Person  Form filed by More than One Reporting Person					
(City)	(\$	State)	(Zip)																
		7	Table I - Non	-Deriva	tive S	Securitie	s Ac	quired,	Disp	osed	of, or	Bene	ficially	Owned					
Date				2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Code (I	Transaction Dispos Code (Instr.		urities A ed Of (I	cquired O) (Instr.	(A) or 3, 4 and 5)	5. Amount Securities Beneficial Owned Fo Reported	rities eficially ed Following		nership Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									v	Amoun	nt	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				(mou. +)	
Ordinary Shares, nominal value \$0.000304635 per share			01/15/	15/2025			A		4.62	22(1)	A	\$0	33,103.4432			D			
			Table II - D					uired, Di s, option	•		,		•	wned					
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/Yea	4. Transaction Code (Instr.		Derivative I		6. Date Exercisable and Expiration Date (Month/Day/Year)			Secur Deriva	e and Am ities Und ative Sec 3 and 4)	lerlying urity	ying Derivative		er of /e es ally ng d tion(s)	10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownership t (Instr. 4)	
				Code	v	(A)		Date Exercisable		piration te	Title		Amount or Number of Shares		(Instr. 4)				
						I	1				Ord	linary	I	I	I		I	1	

## **Explanation of Responses:**

(2)

(4)

(1)

01/15/2025

01/15/2025

01/15/2025

Restricted

Restricted

Share Unit

Dividend

Rights

Award

Equivalent

2022 RSU

1. The dividend equivalent rights accrued on the reporting person's time-based restricted share unit award and will vest based on the same vesting schedule applicable to the underlying restricted share unit award. Each dividend equivalent right is the economic equivalent of one WTW Ordinary Share.

(2)

(4)

(1)

(2)

(4)

(1)

2. 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.

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A

8.2403<sup>(3)</sup>

6.8993(5)

0.905(1)

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

/s/ Matthew Furman by Lina Vanessa Jaramillo, Attorney-in-Fact (power of attorney

01/17/2025

previously filed)

Shares.

\$0.000304635 per share Ordinary Shares

ominal value

\$0,000304635 per share

Ordinary

Shares.

\$0.000304635

per share

minal value

minal válue

8.2403

6.8993

0.905

\$0

\$0

\$0

2 989 9601

2,473.6092

12 187

D

D

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.