

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): April 26, 2006

Willis Group Holdings Limited
(Exact Name of Registrant as Specified in Its Charter)

Bermuda
(State or Other Jurisdiction of Incorporation)

001-16503

98-0352587

(Commission File Number)

(IRS Employer Identification No.)

c/o Willis Group Limited

Ten Trinity Square
London EC3P 3AX, England
(Address of Principal Executive Offices)

(44) (20) 7488-8111

(Registrant's Telephone Number, Including Area Code)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01. Other Events.

A copy of the Press Release announcing the results of the Annual Meeting of Shareholders of Willis Group Holdings Limited (WGL) is attached as Exhibit 99.1 to this Report on Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits:

99.1 Press Release of WGL dated April 26, 2006

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

WILLIS GROUP HOLDINGS LIMITED

Date: May 1, 2006

By: /s/ Eric Dinallo

Name: Eric Dinallo

Title: General Counsel

EXHIBIT INDEX

Exhibit No.

Description

99.1

Press Release of WGL dated April 26, 2006

Willis Group Holdings Limited Reports on Annual Meeting of Stockholders

NEW YORK--(BUSINESS WIRE)--April 26, 2006--Willis Group Holdings Limited (NYSE: WSH), the global insurance broker, held its Annual Meeting of Shareholders today at the School of Risk Management at St. John's University in New York City.

At the meeting, stockholders re-elected Joseph J. Plumeri, Gordon M. Bethune, William W. Bradley, Joseph A. Califano Jr., Perry Golkin, Paul M. Hazen, Wendy E. Lane, James F. McCann, and Douglas B. Roberts to the Board of Directors. Newly elected Board members are Eric G. Friberg, Sir Roy Gardner and The Rt. Hon. Sir Jeremy Hanley, KCMG. All will serve until the next Annual General Meeting of Shareholders or until their respective successors are elected or appointed. Stockholders also re-appointed Deloitte & Touche as auditors until the close of the next Annual General Meeting of Shareholders and authorized the Audit Committee on behalf the Board of Directors to fix the auditors remuneration.

In remarks to shareholders, Joe Plumeri, Chairman and CEO of Willis, reviewed the Company's five year track record defined by creating shareholder value, building a sales culture, and growing market share. "Our vision and our goal remain unaltered from when we set out on this mission five years ago - build a great company providing steady and sustainable long-term growth," he said.

Willis Group Holdings Limited is a leading global insurance broker, developing and delivering professional insurance, reinsurance, risk management, financial and human resource consulting and actuarial services to corporations, public entities and institutions around the world. With over 300 offices in more than 80 countries, its global team of 15,400 Associates serves clients in some 190 countries. Willis is publicly traded on the New York Stock Exchange (NYSE: WSH). Additional information on Willis may be found on its web site: www.willis.com.

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