FORM 4

Check this box if no longer subject

to Section 16. Form 4 or Form 5 obligations may continue. See

Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. 20549 | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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

| Name and Address of Reporting Person* Gebauer Julie Jarecke | | | | | | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|--|--|--|---|---|--|--------------------------------------|---|---|-------|------------------------------------|-------|------|--|---|--|---------|---|-------------------------|--|
| | | | |] | | | | | | | | | | X Office below | er (give | title | Oth | % Owr ner (sp ow) | |
| (Last) (First) (Middle) C/O WILLIS GROUP LIMITED 51 LIME STREET | | | | 3. Date of Earliest Transaction (Month/Day/Year) 05/01/2023 | | | | | | | | | Head of Health, Wealth &Career | | | | | | |
| (Street) | | | | 4. If <i>i</i> | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| LONDO | N X |) I | EC3M 7DQ | | | | | | | | | | | | - | One Rep | - | | |
| (City) | (St | ate) (| Zip) | | | | | | | | | | | Perso | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) | | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | | . | 3. Transactio Code (Inst 8) | | | | | | | 5. Amount of Securities Beneficially Owned | | 6. Ownership Form: Direct (D) or | | 7. Natu Indirec Benefic Owner: | t cial ship | |
| | | | | | | Code V | | Amou | nt | (A) or (D) | Price | | | | | | (Instr. 4) | | |
| | Shares, nor 4635 per sh | ninal value are | 05/01/2023 | | | | S | | 2,50 | 0(1) | D | \$23 | 1.4358 ⁽² | 79,739 | 39.573 D | | | | |
| | Ordinary Shares, nominal value \$0.000304635 per share | | | | | | | | | | | | | 534 | | I | Geb | | gement UA |
| Ordinary Shares, nominal value \$0.000304635 per share | | | | | | | | | | | | 534 | 534 | | Jeffr Aust Geb I Man Trus Feb 2012 | | n uer gement UA | | |
| | 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) | ed 4. 5. Numbe Date, Transaction Code (Instr. Derivative | | | vative urities uired or losed o) | r 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4) | | | | | e and int of rities rlying ative rity (Instr. 4) | 8. Price of Derivative Security (Instr. 5) | derivative O Securities Fe Beneficially D Owned or | | 10. Owners Form: Direct (or Indii (I) (Inst | ship (D) rect | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | Code V (A) (D) Date Exerci | | cisable | Expir Date | ation | or Number of Title Shares | | | | | | | | | |

Explanation of Responses:

- 1. The sales reported in this Form 4 were pursuant to a Rule 10b5-1 trading plan adopted by the reporting person during an open trading window in a prior quarter.
- 2. This transaction was executed in multiple trades at prices ranging from \$230.73 to \$231.67. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transaction was effected.

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

05/02/2023

filed)

** 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.