Issuer Free Writing Prospectus Filed Pursuant to Rule 433 Dated May 12, 2022 Registration Statement No. 333-263086

\$750,000,000 4.650% Senior Notes due 2027 (the "notes")

Willis North America Inc. **Issuer:**

Guarantors: Willis Towers Watson Public Limited Company

Willis Towers Watson Sub Holdings Unlimited Company

Willis Netherlands Holdings B.V. Willis Investment UK Holdings Limited

TA I Limited

Willis Towers Watson UK Holdings Limited

Willis Group Limited Trinity Acquisition plc

Expected Ratings (Moody's/S&P)*: Baa3 (positive outlook) / BBB (positive watch)

Security Type: Senior, Unsecured **Principal Amount:** \$750,000,000

Issue Price: 99.955% of the principal amount

Proceeds to Issuer (before underwriting \$749,662,500

discount and offering expenses):

Trade Date: May 12, 2022

Settlement Date: May 19, 2022 (T+5)

Maturity Date: June 15, 2027

4.650% Coupon:

Interest Payment Dates: Semi-annually on June 15 and December 15 of each year, commencing on December 15, 2022

2.750% due April 30, 2027 **Benchmark Treasury:**

Benchmark Treasury Price / Yield: 99-231/4 / 2.809%

Spread to Benchmark Treasury: +185 basis points (1.850%)

Yield to Maturity: 4.659%

Tield to Maturity: 4.0597

Optional Redemption:

CUSIP/ISIN:

Prior to May 15, 2027 (one month prior to their maturity date) (the "Par Call Date"), the Company may redeem the notes at its option, in whole or in part, at any time and from time to time, at a redemption price (expressed as a percentage of principal amount and rounded to three decimal places) equal to the greater of:

- 1. (a) the sum of the present values of the remaining scheduled payments of principal and interest thereon discounted to the redemption date (assuming the notes matured on the Par Call Date) on a semi-annual basis (assuming a 360-day year consisting of twelve 30-day months) at the Treasury Rate plus 30 basis points less (b) interest accrued to, but excluding, the date of redemption, and
- 2. 100% of the principal amount of the notes to be redeemed,

plus, in either case, accrued and unpaid interest thereon to, but excluding, the redemption date.

On or after the Par Call Date, the Company may redeem the notes, in whole or in part, at any time and from time to time, at a redemption price equal to 100% of the principal amount of the notes being redeemed plus accrued and unpaid interest thereon to, but excluding, the redemption date.

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Joint Book-Running Managers:

Citigroup Global Markets Inc.
HSBC Securities (USA) Inc.
J.P. Morgan Securities LLC
Wells Fargo Securities, LLC
Barclays Capital Inc.
BofA Securities, Inc.
BNP Paribas Securities Corp.
Goldman Sachs & Co. LLC
PNC Capital Markets LLC

Senior Co-Managers:

BMO Capital Markets Corp. Lloyds Securities Inc. M&T Securities, Inc. MUFG Securities Americas Inc. Santander Investment Securities Inc. Standard Chartered Bank TD Securities (USA) LLC

Truist Securities, Inc.

This communication is intended for the sole use of the person to whom it is provided by the issuer.

* Ratings may be changed, suspended or withdrawn at any time and are not a recommendation to buy, hold or sell any security.

The issuer has filed a registration statement (including a prospectus and a preliminary prospectus supplement) with the Securities and Exchange Commission for the offering to which this communication relates. Before you invest, you should read the prospectus and the preliminary prospectus supplement in that registration statement and other documents the issuer has filed with the Securities and Exchange Commission for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the Securities and Exchange Commission's website at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus and preliminary prospectus supplement if you request it by calling Citigroup Global Markets Inc., toll-free at 1-800-831-9146, HSBC Securities (USA) Inc., toll-free at 1-866-811-8049, J.P. Morgan Securities LLC, toll-free at 1-866-803-9204 or Wells Fargo Securities, LLC, toll-free at 1-800-645-3751.

We expect that delivery of the notes will be made against payment therefor on or about the closing dates specified in this communication, each of which will be the fifth business day following the date of pricing of such notes (this settlement cycle being referred to as "T+5"). Under Rule 15c6-1 of the Securities Exchange Act of 1934, as amended, trades in the secondary market generally are required to settle in two business days, unless the parties to any such trade expressly agree otherwise. Accordingly, purchasers who wish to trade the notes on the date of pricing or the succeeding two business days will be required, by virtue of the fact that the notes initially will settle T+5, to specify an alternate settlement cycle at the time of any such trade to prevent a failed settlement. Purchasers of notes who wish to trade the notes on the date of pricing or the succeeding business days should consult their own advisors.

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