**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

**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

**1. Name and Address of Reporting Person**

Hess Carl Aaron  
C/O Willis Group Limited  
51 Lime Street  
LONDON X0 EC3M 7DQ

**2. Issuer Name and Ticker or Trading Symbol**  
WILLIS TOWERS WATSON PLC [ WTW ]

**3. Date of Earliest Transaction (Month/Day/Year)**  
08/03/2022

**4. If Amendment, Date of Original Filed (Month/Day/Year)**

**5. Relationship of Reporting Person(s) to Issuer**

- Director 10% Owner  
- Officer (give title below) Other (specify below) Chief Executive Officer

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 4)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ordinary Shares, nominal value $0.000304635 per share</td>
<td>08/03/2022</td>
<td></td>
<td>M(1)</td>
<td>5,000</td>
<td>A</td>
<td>$110.58</td>
<td>D</td>
</tr>
<tr>
<td>Ordinary Shares, nominal value $0.000304635 per share</td>
<td>08/03/2022</td>
<td></td>
<td>F</td>
<td>3,964(2)</td>
<td>D</td>
<td>$206.33</td>
<td>D</td>
</tr>
<tr>
<td>Ordinary Shares, nominal value $0.000304635 per share</td>
<td>08/04/2022</td>
<td></td>
<td>M(1)</td>
<td>5,000</td>
<td>A</td>
<td>$110.58</td>
<td>D</td>
</tr>
<tr>
<td>Ordinary Shares, nominal value $0.000304635 per share</td>
<td>08/04/2022</td>
<td></td>
<td>F</td>
<td>3,949(3)</td>
<td>D</td>
<td>$208.92</td>
<td>D</td>
</tr>
</tbody>
</table>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 4)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stock Option (right to buy)</td>
<td>$110.58</td>
<td>08/03/2022</td>
<td></td>
<td>M(1)</td>
<td>5,000</td>
<td>07/01/2018(3)</td>
<td>09/10/2022</td>
<td>Ordinary Shares, nominal value $0.000304635 per share</td>
<td>5,000</td>
<td>$10</td>
<td>21,519</td>
</tr>
<tr>
<td>Stock Option (right to buy)</td>
<td>$110.58</td>
<td>08/04/2022</td>
<td></td>
<td>M(1)</td>
<td>5,000</td>
<td>07/01/2018(3)</td>
<td>09/10/2022</td>
<td>Ordinary Shares, nominal value $0.000304635 per share</td>
<td>5,000</td>
<td>$10</td>
<td>16,519</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. The stock option was exercised on a net share settlement basis.
2. Represents the number of shares withheld by the Issuer to satisfy (i) withholding taxes related to such exercise and (ii) the aggregate exercise price for the stock option.
3. 100% of the shares underlying the option vested and were exercisable on July 1, 2018.

**Remarks:**

The reporting person is exercising the options in light of the upcoming expiration date of those options.

As/ Carl A. Hess by Elaine Wiggins, Attorney-in-Fact (power of attorney previously filed)  
08/05/2022

**Signature of Reporting Person**  
Date