FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| 0 | <i>,</i> ,,, | | | ., ., . | U U. | ****** | \circ |
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hours per response

3235-0287 OMB Number: Estimated average burden

0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

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* <u>Furman Matthew</u> | | | | | 2. Issuer Name and Ticker or Trading Symbol WILLIS TOWERS WATSON PLC [WLTW] | | | | | | | (Chec | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner V Officer (give title Other (speci | | | | ner |
|--|--|---|------------------------------|--|---|-----------------------|--|---------------------|--------|--|---|--|---|-------------------|--|--|-----|
| (Last) (First) (Middle) C/O WILLIS GROUP LIMITED 51 LIME STREET | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/09/2018 | | | | | | ^ | X Officer (give title Other (specify below) General Counsel | | | | | |
| (Street) LONDON X0 EC3M 7DQ | | EC3M 7DQ | — - | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | Line) | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| (City) | (5 | State) | (Zip) | | | | | | | | | | | | | | |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | |
| Date | | | | ZA. Deemed Execution Da if any (Month/Day/Y | | n Date | Code (In: | | | l. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 | | and 5) Securities Beneficial Owned Fo | | Form: (D) or I | Form: Direct D) or Indirect I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | | | Code | v | Amount | (A) or (D) | Price | Reported Transactio (Instr. 3 an | | | | 115(1.4) | |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | | | |
| Derivative Conversion Date Escurity Or Exercise (Month/Day/Year) if | | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transa Code (8) | | Derivative E | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | le and | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) | | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Code | v | (A) | (D) | Date Exercisable | Exp | oiration e | Title | Amount or Number of Shares | | (Instr. 4) | ion(s) | | |
| Restricted Share Unit | (1) | 02/09/2018 | | A | | 0.6573 ⁽²⁾ | | (1) | | (1) | Ordinary Shares, nominal value \$0.000304635 per share | 0.6573 | \$0 | 0.657 | 73 | D | |
| Restricted Share Unit | (1) | 02/09/2018 | | A | | 1.3614 ⁽³⁾ | | (1) (1) nor \$0. | | Ordinary Shares, nominal value \$0.000304635 per share | 1.3614 | \$152.14 | 2.018 | 37 | D | | |

Explanation of Responses:

- 1. Vested shares under the Non-Qualified Stable Value Excess Plan for U.S. Employees ("the Plan") 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.
- 2. Includes restricted share units acquired pursuant to the participant's deferral election under the Plan.
- 3. Includes restricted share units credited to the participant's account by the Company pursuant to the Plan's accrual formula, net of the units acquired pursuant to the participant's deferral election under the Plan as described in footnote (2).

/s/ Matthew Furman by Elaine Wiggins, Attorney-in-Fact (power of attorney previously filed)

02/13/2018

** 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.