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Zeller Wilhe	lm									
Form 4										
July 03, 2012	2									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COM							OMB APPROVAL			
	UNITEDSTA	Washington, D.C. 20549							3235-0287	
Check th if no long	ar.							Expires:	January 31,	
subject to			F CHANGES IN BENEFICIAL OWNERSHI					Estimated a	2005 average	
Section 16. SECURITIES						burden hou	rs per			
Form 4 o Form 5	Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							response	0.5	
obligatio	<b>n</b> a <b>1</b>	the Public Utility I				U		n		
may cont	inue.	(h) of the Investm		<b>.</b>	• •			1		
See Instruction 1(b).	uction	(ii) of the investin		company	1100	01 177	10			
1(0).										
(Print or Type I	Responses)									
1. Name and A	2. Issuer Name	Name <b>and</b> Ticker or Trading 5. Relation					onship of Reporting Person(s) to			
Zeller Wilhelm Symbol			-				Issuer			
	Towers Wats	Towers Watson & Co. [TW]				(Check all applicable)				
(Last)	(First) (Middle)	3. Date of Earlie	est Tra	nsaction			(Chec.	к ан аррисабіе	;)	
			th/Day/Year)			_X_ Director10% Owner				
875 THIRD	07/01/2012	-				Officer (give title Other (specify below) below)				
	1 If Amendmen	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
			Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person			
(City)	(State) (Zip)	Table I - No	lon-De	erivative S	ecurit	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of	2. Transaction Date 2A. (Month/Day/Year) Exe			4. Securiti			5. Amount of	6. Ownership		
Security (Instr. 3)		Code (Instr. 3, 4 and 5)				Securities Beneficially		Indirect Beneficial		
(11150.5)						Owned		Ownership		
		• • • ·					Following	(Instr. 4)	(Instr. 4)	
					(A)		Reported Transaction(s)			
					or		(Instr. 3 and 4)			
		Code	e V	Amount	(D)	Price	· · · ·			
Class A Common	07/01/2012	А		500.83	А	\$0	6,974.92	D		
Stock	0//01/2012	11		(1)	11	ψυ	0,974.92	D		
Class A Common	07/01/2012	F		150.24	D	\$	6,824.68	D		
Stock	07/01/2012	Г		(2)	D	59.9	0,024.00	D		
DIOCK										

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

## Edgar Filing: Zeller Wilhelm - Form 4

 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)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Amou Unde Secur	le and unt of rlying tities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
Zeller Wilhelm 875 THIRD AVENUE NEW YORK, NY 10022	Х						
Signatures							
/s/ Neil Falis, attorney-in-fact f Zeller	07/03/2012						
**Signature of Reporting Person			Date				

## **Explanation of Responses:**

\* 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).

Represents the vested portion of Restricted Stock Units (RSUs) granted as the director's annual retainer equivalent to \$120,000 for the
 (1) period beginning July 1, 2012 and ending June 30, 2013. Annual RSUs granted on and after July 1, 2012 vest in equal quarterly installments over a 12-month period beginning on the date of grant. Annual RSUs are payable solely in shares of Class A Common Stock.

(2) The transaction reflects the share amount and date such shares were deemed withheld to satisfy statutory tax withholdings due in the country in which the director resides.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.