## Edgar Filing: Towers Watson & Co. - Form 4

Towers Wats Form 4	son & Co.									
November 21	1, 2014									
FORM	4								APPRO	VAL
	UNITED	STATES		RITIES A shington			E COMMISSIO	N OMB Number		35-0287
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 OWN SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Section 17(a) of the Public Utility Holding Company Act of 30(h) of the Investment Company Act of 1940							ange Act of 1934 ct of 1935 or Sect	Estimate burden h respons	Expires: January 3 200 Estimated average burden hours per response 0	
(Print or Type F	Responses)									
1. Name and A Thomson M	2. Issuer Name <b>and</b> Ticker or Trading Symbol Towers Watson & Co. [TW]			5. Relationship of Reporting Person(s) to Issuer						
(Last)	(First) (I	Middle)	3 Date o	of Earliest T	ransacti	on	(Ch	eck all applic	ible)	
901 N. GLE	(Month/Day/Year) 11/19/2014			Director 10% Owner X Officer (give title Other (specify below) below) PAO & Controller						
				4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting Person</li> </ul>			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivati	ive Securities	Acquired, Disposed	of, or Benefi	cially Ow	ned
	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Dispos (Instr.	red (A) or sed of (D) 3, 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indire (I) (Instr. 4)	Indire	ct icial rship
Reminder: Rep	ort on a separate line	for each cl	ass of sec	urities bene:	Per info req dis	sons who re ormation cou uired to res	y or indirectly. espond to the collent ntained in this forr pond unless the fo ently valid OMB co	m are not orm	SEC 14 (9-0	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	f			
				Code V	7 (A) (D	) Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	\$ 0	11/19/2014		А	6.0895 (1)	08/08/1988	08/08/1988	Class A Common Stock	6.0895
Restricted Stock Unit	\$ 0	11/19/2014		А	4.0596 (2)	08/08/1988	08/08/1988	Class A Common Stock	4.0596

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1 0	irector	10% Owner	Officer	Other			
Thomson Michael M 901 N. GLEBE ROAD ARLINGTON, VA 22203			PAO & Controller				
Signatures							
/s/ Neil Falis, as attorney-in-fact for		11/21/2014					

Thomson

<u>\*\*</u>Signature of Reporting Person

## **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).
- (1) Includes Restricted Stock Units ("RSUs") and related dividends acquired pursuant to the participant's deferral election under the Towers Watson Non-Qualified Deferred Savings Plan for US Employees (the "Plan").

Date

(2) Includes Restricted Stock Units ("RSUs") acquired pursuant to the Company's matching contribution on the participant's deferral election pursuant to the terms of the Plan and credited to the participant's account in the form of RSUs under the Plan.

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.