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

| Towers Wats              | son & Co.  |  |                     |  |                                |        |                                |  |  |                        |  |
|--------------------------|--|--|---------------------|--|--------------------------------|--------|--------------------------------|--|--|------------------------|--|
| Form 4                   |  |  |                     |  |                                |        |                                |  |  |                        |  |
| February 18,             | 2015   |  |                     |  |                                |        |                                |  |  |                        |  |
| FORM                     | 4  |  |                     |  |                                | ~      |                                | ~          | OMB A                                    | PPROVAL                |  |
| UNITED STATES SECUR      |  |  |                     | RITIES AND EXCHANGE COMMISSION shington, D.C. 20549  |                                |        |                                |  | OMB<br>Number:                           | 3235-0287              |  |
| Check this box           |  |  |                     |  |                                |        |                                |  | Expires:                                 | January 31             |  |
| if no long<br>subject to | SIAI   | EMENT O                                  | OF CHAN             | GES IN BENEFICIAL OWNERSHIP OI<br>SECURITIES         |                                |        |                                |  | Estimated average                        |                        |  |
| Section 1<br>Form 4 or   |  | SECON                                    |                     |  |                                |        | burden hours per<br>response 0 |  |  |                        |  |
| Form 5                   | Filed  | Filed pursuant to Section 16(a) of the S |                     |  |                                |        | chang                          | 10300130   | 0.0                                      |                        |  |
| obligatior<br>may conti  | <sup>18</sup> Section  | -  |                     |  |                                |        | -                              | f 1935 or Sectio                                 | n  |                        |  |
| See Instru               |  | 30(h)                                    | ) of the Inv        | vestment (   | Compan                         | y Act  | of 19                          | 40   |  |                        |  |
| 1(b).                    |  |  |                     |  |                                |        |                                |  |  |                        |  |
| (Print or Type R         | Responses)   |  |                     |  |                                |        |                                |  |  |                        |  |
|                          |  |  | 2. Issuer<br>Symbol | uer Name <b>and</b> Ticker or Trading                |                                |        |                                | 5. Relationship of Reporting Person(s) to Issuer |  |                        |  |
|                          |  |  | -                   | Watson &   | 2 Co. [TV                      | N      |                                |  |  |                        |  |
| (Last)                   | (First)  | (Middle)                                 | 3. Date of          | Earliest Tra   | insaction                      |        |                                | (Cheo  | ck all applicable                        | e)                     |  |
|                          | ~ /  | × /                                      |                     | th/Day/Year)   |                                |        |                                | Director 10% Owner                               |  |                        |  |
| 901 N. GLE               | BE ROAD  |  | 02/13/20            | )15  |                                |        |                                | X Officer (giv<br>below)<br>Manag Din            | e title Oth<br>below)<br>r., Exchange So | er (specify<br>lutions |  |
| (Street) 4. It           |  |  | 4. If Amer          | 4. If Amendment, Date Original                       |                                |        |                                | 6. Individual or Joint/Group Filing(Check        |  |                        |  |
| Filed(M                  |  |  |                     | Month/Day/Year)                                      |                                |        |                                | Applicable Line)                                 |  |                        |  |
| ARLINGTO                 | ON, VA 22203   | ;  |                     |  |                                |        |                                | _X_ Form filed by<br>Form filed by I<br>Person   | One Reporting Po<br>More than One Ro     |                        |  |
| (City)                   | (State)  | (Zip)                                    | Table               | e I - Non-De   | erivative S                    | Securi | ties Ac                        | quired, Disposed o                               | f. or Beneficia                          | llv Owned              |  |
| 1.Title of               | 2 Transaction  | Date 24 De                               |                     | 3.   | 4. Securi                      |        |                                | 5. Amount of                                     | 6. Ownership                             | -                      |  |
| Security                 | 2. Transaction Date 2A. Deemed<br>(Month/Day/Year) Execution Date, if<br>any |  |                     | f TransactionAcquired (A) or<br>Code Disposed of (D) |                                |        |                                | Securities                                       | Form: Direct                             | Indirect               |  |
| (Instr. 3)               |  |  |                     |  |                                |        |                                | Beneficially<br>Owned                            | (D) or                                   | Beneficial             |  |
|                          |  | (Month/Day/Year                          |                     |  | (Instr. 8) (Instr. 3, 4 and 5) |        |                                |  | Indirect (I)<br>(Instr. 4)               | · · · ·                |  |
|                          |  |  |                     |  |                                | (A)    |                                | Following<br>Reported                            |  | · · ·                  |  |
|                          |  |  |                     |  |                                | or     |                                | Transaction(s) (Instr. 3 and 4)                  |  |                        |  |
| <b>C1</b>                |  |  |                     | Code V   | Amount                         | (D)    | Price                          | (msu. 5 anu 4)                                   |  |                        |  |
| Class A                  | 02/12/2015   |  |                     | C  | 460                            | D      | \$                             | 10 227 577                                       | D  |                        |  |
| Common<br>Stock          | 02/13/2015   |  |                     | S  | 469                            | D      | 133                            | 19,337.567                                       | D  |                        |  |

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.

 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.         | 6. Date Exer | cisable and | 7. Title and    | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|------------|--------------|-------------|-----------------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transactio | onNumber   | Expiration D | ate         | Amount of       | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day   | /Year)      | Underlying      | Security    | Secu   |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e            |             | Securities      | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities |              |             | (Instr. 3 and 4 | 4)          | Owne   |
|             | Security    |                     |                    |            | Acquired   |              |             |                 |             | Follo  |
|             |             |                     |                    |            | (A) or     |              |             |                 |             | Repo   |
|             |             |                     |                    |            | Disposed   |              |             |                 |             | Trans  |
|             |             |                     |                    |            | of (D)     |              |             |                 |             | (Instr |
|             |             |                     |                    |            | (Instr. 3, |              |             |                 |             |        |
|             |             |                     |                    |            | 4, and 5)  |              |             |                 |             |        |
|             |             |                     |                    |            |            |              |             | Amou            | nt          |        |
|             |             |                     |                    |            |            |              |             | or              |             |        |
|             |             |                     |                    |            |            | Date         | Expiration  | Title Numb      | er          |        |
|             |             |                     |                    |            |            | Exercisable  | Date        | of              |             |        |
|             |             |                     |                    | Code V     | (A) (D)    |              |             | Shares          |             |        |
|             |             |                     |                    |            |            |              |             |                 |             |        |
|             |             |                     |                    |            |            |              |             |                 |             |        |
| Repo        | rtina O     | wners               |                    |            |            |              |             |                 |             |        |

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| Reporting Owner Name / Address                              | Relationships |           |                                |       |  |  |  |
|---|---------------|-----------|--------------------------------|-------|--|--|--|
|   | Director      | 10% Owner | Officer                        | Other |  |  |  |
| Foreman James K<br>901 N. GLEBE ROAD<br>ARLINGTON, VA 22203 |               |           | Manag Dir., Exchange Solutions |       |  |  |  |
| Signatures  |               |           |                                |       |  |  |  |
| Neil Falis, attorney-in-fact for l<br>Foreman               | Mr.           | 02/       | 18/2015                        |       |  |  |  |
| **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).

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.