

JUPITER SATURN HOLDING CO
Form 425
December 04, 2009

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of

The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 4, 2009

Jupiter Saturn Holding Company

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

333-161705
(Commission File Number)

27-0676603
(IRS Employer

Identification No.)

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c/o Watson Wyatt Worldwide, Inc.

875 Third Avenue

New York, NY
(Address of principal executive offices)

10022
(Zip Code)

Registrant's telephone number, including area code (212) 725-7550

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events.

In a joint press release dated December 4, 2009, Towers, Perrin, Forster & Crosby, Inc. and Watson Wyatt Worldwide, Inc. announced that they have been granted conditional clearance from the European Commission to allow the parties to proceed with their merger to form Towers Watson & Co. (currently known as Jupiter Saturn Holding Company). A copy of the joint press release is attached hereto as Exhibit 99.1 and incorporated by reference herein.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits.

The following exhibit is filed with this report:

Exhibit

No.	Description
99.1	Press release dated December 4, 2009

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

JUPITER SATURN HOLDING COMPANY

(Registrant)

Date: December 4, 2009

By: /s/ WALTER W. BARDENWERPER
Name: **Walter W. Bardenwerper**
Title: **Secretary**