

Towers Watson Delaware Inc.
Form 3
January 04, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

^ Towers Watson & Co.

(Last) (First) (Middle)

875 THIRD AVENUE

(Street)

NEW YORK, ^ NY ^ 10022

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

01/01/2010

3. Issuer Name **and** Ticker or Trading Symbol
Towers Watson Delaware Inc. [WW]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Class A Common Stock ⁽¹⁾

100

D ^

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

SEC 1473 (7-02)

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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)
or Indirect

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

Date Exercisable Expiration Date Title Amount or Number of

Shares

(I)
(Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Towers Watson & Co. 875 THIRD AVENUE NEW YORK, NY 10022	Â	Â X	Â	Â

Signatures

/s/Walter W. Bardenwerper, General Counsel and Secretary of Towers Watson & Co.

01/01/2010

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Upon the effective time of the transactions contemplated by the Agreement and Plan of Merger entered into between (among others) the Issuer and Jupiter Saturn Holding Company (now known as Towers Watson & Co., or Towers Watson), the Issuer merged with a wholly-owned merger subsidiary formed by Towers Watson (the Merger Sub). The Issuer survived the merger as a wholly-owned subsidiary of Towers Watson, and all of the Merger Sub's outstanding shares were converted into 100 shares of common stock of the issuer. All shares of Class A common stock of the Issuer outstanding prior to the effective time of this merger were converted into the right to receive shares of Class A common stock of Towers Watson.

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.