

Towers Watson & Co.  
Form 8-K  
February 14, 2011

**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): February 10, 2011

**Towers Watson & Co.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**001-34594**  
(Commission

File Number)

**27-0676603**  
(IRS Employer

Identification No.)

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**875 Third Avenue**

**New York, NY 10022**

**(Address of principal executive offices, including zip code)**

**(212) 725-7550**

**Registrant's telephone number, including area code**

**Not Applicable**

**(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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

(b) Effective February 10, 2011, Gail McKee resigned from her position as a member of the Board of Directors of Towers Watson & Co. (the Company ). Ms. McKee was recently appointed as the Company 's Chief Human Resources Officer. As a result of her new role 's oversight for compensation programs, Ms. McKee has resigned from her position on the Board of Directors to avoid any possibility of conflict in the Company 's governance structure.

**SIGNATURE**

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

Towers Watson & Co.

/s/ Neil D. Falis

Neil D. Falis

Assistant Secretary

Date: February 14, 2011