

**Return of Allotment of Shares**Company Name: **TOWERS WATSON GLOBAL 3 LIMITED**Company Number: **08556886**Received for filing in Electronic Format on the: **28/01/2020**

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Shares Allotted (including bonus shares)

Date or period during which
shares are allotted

From
23/01/2020

Class of Shares:	ORDINARY	Number allotted	10000
Currency:	USD	Nominal value of each share	1
		Amount paid:	52300
		Amount unpaid:	0

Non-cash consideration

**SHARES IN THE CAPITAL OF TOWERS WATSON CANADA INC., IN ACCORDANCE WITH A
SHARE EXCHANGE AGREEMENT DATED 23 JANUARY 2020.**

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	1010000
Currency:	USD	Aggregate nominal value:	1010000

Prescribed particulars

EACH ORDINARY SHARE HAS RESTRICTED DIVIDEND RIGHTS (PREFERENCE SHARES HAVE PRIMARY RIGHTS) IN ACCORDANCE WITH THE TERMS CONTAINED IN THE ARTICLES OF ASSOCIATION OF THE COMPANY. FULL VOTING RIGHTS ARE APPLICABLE TO THE ORDINARY SHARES. RESTRICTIONS ON THE RETURN OF CAPITAL APPLY (PREFERENCE SHARES HAVE PRIMARY RIGHTS).

Class of Shares:	PREFERENCE	Number allotted	523000000
Currency:	USD	Aggregate nominal value:	523000000

Prescribed particulars

EACH PREFERENCE SHARE HAS PREFERENTIAL DIVIDEND RIGHTS (DIVIDEND RATE OF 4.8%) IN ACCORDANCE WITH THE TERMS CONTAINED IN THE ARTICLES OF ASSOCIATION OF THE COMPANY. VOTING RIGHTS ARE RESTRICTED TO ANY MATTERS RELATING TO THE WINDING UP OF THE COMPANY OR THE ALTERATION OF THE PREFERENCE SHARE TERMS. THE PREFERENCE SHARES HAVE PREFERENTIAL RIGHTS OVER THE RETURN OF CAPITAL.

Statement of Capital (Totals)

Currency:	USD	Total number of shares:	524010000
		Total aggregate nominal value:	524010000
		Total aggregate amount unpaid:	0

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.