

NEWS RELEASE

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First Protected Cell Company Licensed in Isle of Man

London and New York, July 16 2004 - Willis Group Holdings (NYSE : WSH), the global insurance broker announces that Willis Management (Isle of Man) Limited, its Isle of Man subsidiary has been appointed as the insurance manager for Merrill Lynch Insurance PCC Limited, the first Protected Cell Company (PCC) to be authorized in the Isle of Man.

A PCC enables the segregation of assets and liabilities of individual users and co-owners. Comprising a non-cellular part generally known as the core and an unlimited number of cells, it provides creditors of a PCC cell with recourse only to assets of that particular cell. In effect, it represents an extension of the limited liability concept to a sub-company level.

Merrill Lynch Insurance PCC Limited is owned by Merrill Lynch Investment Managers (MLIM) and managed by Willis. It offers a broad range of uses to third parties including:

- Formalized risk retention by acting as a rent captive with statutory ringfencing of insurance programs
- Access to international reinsurance markets and terrorism pools
- Facilitating corporate finance and structured financial transactions
- Run off of existing captive programs

PCCs overcome time and cost hurdles associated with conventional captives or SPVs. They complement conventional risk transfer techniques and the placement of large or unusual risks by accessing international capacity and differentiating the risk through a demonstrable commitment to risk management and financing by the insured.

Announcing the launch of the PCC, Malcolm Cutts-Watson, Leader of Willis' Captive Practice, said "PCC technology is now an integral part of the insurance industry and this new PCC facility enables the Isle of Man to compete on the international stage. We see many exciting applications of the facility".

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The Hon Allan Bell, Isle of Man Treasury Minister welcomed the new PCC, adding “I am delighted that companies as respected as Willis and Merrill Lynch Investment Managers are stakeholders of the first PCC on the island. I will watch the progress of the PCC with interest”

Noting Willis and Merrill Lynch Investment Managers have a long tradition of working closely together on the island, Dougie Elliott, Director of MLIM commented “Willis and MLIM were an obvious partnership for the PCC, given our joint commitment to innovation in the insurance industry, similar corporate cultures and client service philosophy.”

Further information of the PCC can be obtained from Nigel Goodlad (goodladnb@willis.com) or Roger Hara (harar@willis.com)

Willis Group Holdings Limited is a leading global insurance broker, developing and delivering professional insurance, reinsurance, risk management, financial and human resource consulting and actuarial services to corporations, public entities and institutions around the world. With over 300 offices in more than 80 countries, its global team of 14,500 Associates serves clients in 180 countries. Willis is publicly traded on the New York Stock Exchange under the symbol WSH. Additional information on Willis may be found on its web site: www.willis.com.

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