

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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): July 17, 2007

**Willis Group Holdings Limited**

(Exact Name of Registrant as Specified in Its Charter)

Bermuda

(State or Other Jurisdiction of Incorporation)

001-16503

(Commission File Number)

98-0352587

(IRS Employer Identification No.)

c/o Willis Group Limited

Ten Trinity Square

London EC3P 3AX, England

(Address of Principal Executive Offices)

(44) (20) 7488-8111

(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 (see General Instruction A.2. below):

- 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.**

On July 17, 2007, Willis Group Holdings Limited (“Willis”) reached an agreement with the Department of Financial Services, the Attorney General’s Office and the Office of Insurance Regulation of the State of Florida to resolve issues from the industry-wide investigation into insurance broker activities regarding compensation disclosure from 1999 through 2004.

The \$2.6 million settlement will be used for the benefit of Florida public entity policyholder clients of Willis. Under the settlement, Willis denied any wrongdoing but agreed to reimburse clients without any formal action taken by the state agencies, and to reimburse the State for its investigatory costs.

## **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.

### **WILLIS GROUP HOLDINGS LIMITED**

Date: July 20, 2007

By: \s\ Adam G. Ciongoli

Name: Adam G. Ciongoli

Title: General Counsel