

JUPITER SATURN HOLDING CO  
Form 425  
December 04, 2009

**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): December 4, 2009

**Jupiter Saturn Holding Company**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**333-161705**  
(Commission File Number)

**27-0676603**  
(IRS Employer

Identification No.)

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**c/o Watson Wyatt Worldwide, Inc.**

**875 Third Avenue**

**New York, NY**  
**(Address of principal executive offices)**

**10022**  
**(Zip Code)**

**Registrant's telephone number, including area code (212) 725-7550**

**N/A**

**(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 8.01 Other Events.**

In a joint press release dated December 4, 2009, Towers, Perrin, Forster & Crosby, Inc. and Watson Wyatt Worldwide, Inc. announced that they have been granted conditional clearance from the European Commission to allow the parties to proceed with their merger to form Towers Watson & Co. (currently known as Jupiter Saturn Holding Company). A copy of the joint press release is attached hereto as Exhibit 99.1 and incorporated by reference herein.

**Item 9.01 Financial Statements and Exhibits**

**(c) Exhibits.**

The following exhibit is filed with this report:

**Exhibit**

| <b>No.</b> | <b>Description</b>                   |
|------------|--------------------------------------|
| 99.1       | Press release dated December 4, 2009 |

**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.

**JUPITER SATURN HOLDING COMPANY**

(Registrant)

Date: December 4, 2009

By: /s/ WALTER W. BARDENWERPER  
Name: **Walter W. Bardenwerper**  
Title: **Secretary**