

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* DINALLO ERIC	2. Date of Event Requiring Statement (Month/Day/Year) 04/24/2006	3. Issuer Name and Ticker or Trading Symbol WILLIS GROUP HOLDINGS LTD [WSH]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) Group Chief Counsel	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person _____
(Last) (First) (Middle) TEN TRINITY SQUARE			
(Street) LONDON X0 EC3P 3AX			
(City) (State) (Zip)			

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
COMMON	2,821	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
COMMON	04/24/2008	04/24/2014	COMMON	31,250	35.44	I	Right to Buy
COMMON	04/24/2009	04/24/2014	COMMON	31,250	35.44	I	Right to Buy
COMMON	04/24/2010	04/24/2014	COMMON	31,250	35.44	I	Right to Buy
COMMON	04/24/2011	04/24/2014	COMMON	31,250	35.44	I	Right to Buy
COMMON	04/24/2012	04/24/2016	COMMON	5,642	35.44	I	Right to Buy
COMMON	04/24/2007	04/24/2016	COMMON	3,292	35.44	I	Right to Acquire
COMMON	04/24/2008	04/24/2016	COMMON	3,292	35.44	I	Right to Acquire
COMMON	04/24/2009	04/24/2016	COMMON	3,292	35.44	I	Right to Acquire

Explanation of Responses:

M P Chitty as Attorney-in-fact **05/04/2006**
for E Dinallo

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.