

WATSON WYATT & CO HOLDINGS  
Form 8-K  
August 16, 2005

**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): **August 16, 2005**

**WATSON WYATT & COMPANY HOLDINGS**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation  
or organization)

**001-16159**  
(Commission File Number)

**52-2211537**  
(I.R.S. Employer Identification No.)

**1717 H Street NW**  
**Washington, DC**  
(Address of principal executive offices)

**20006-3900**  
(Zip Code)

**(202) 715-7000**

(Registrant's telephone number, including area code)

N/A

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(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:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 2.02. Results of Operations and Financial Condition.**

In a press release on August 16, 2005, Watson Wyatt & Company Holdings, Inc. (the Company ) announced and commented on its financial results for the fourth quarter and full fiscal year of 2005 and provided a financial outlook for fiscal 2006. A copy of the Company's press release is attached hereto as Exhibit 99.1 and incorporated by reference herein. Reconciliation of non-GAAP numbers included in the press release is attached hereto as Exhibit 99.2

**Item 9.01. Financial Statements and Exhibits.**

(c) Exhibits. The following exhibit is furnished with this report:

<b>Exhibit No.</b>	<b>Description</b>
99.1	Watson Wyatt & Company Holdings, Inc.'s earnings release for the fourth quarter and full fiscal year of 2005.
99.2	Reconciliation of Non-GAAP measures

**Signatures**

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Watson Wyatt & Company Holdings

(Registrant)

Date: August 16, 2005

BY: /s/ John J. Haley  
John J. Haley  
President and Chief Executive Officer

Date: August 16, 2005

BY: /s/ Carl D. Mautz  
Carl D. Mautz  
Vice President and Chief Financial Officer