

Spence Kenneth Franklin III  
 Form 4  
 November 12, 2009

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Spence Kenneth Franklin III

2. Issuer Name and Ticker or Trading Symbol  
 TRAVELERS COMPANIES, INC.  
 [TRV]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 11/09/2009

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP & General Counsel

THE TRAVELERS COMPANIES, INC., 385 WASHINGTON STREET

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

ST. PAUL, MN 55102

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
				Code V	Amount		
Common Stock	11/09/2009		M	3,621 A	\$ 44.21	27,576	D
Common Stock	11/09/2009		M	1,313 A	\$ 44.64	28,889	D
Common Stock	11/09/2009		M	2,213 A	\$ 44.49	31,102	D
Common Stock	11/09/2009		F	3,258 D	\$ 53.6	27,844	D
Common Stock	11/09/2009		F	1,188 D	\$ 53.6	26,656	D

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Common Stock	11/09/2009	F	1,998	D	\$ 53.6	24,658	D	
Common Stock	11/10/2009	M	1,706	A	\$ 44.79	26,364	D	
Common Stock	11/10/2009	F	1,541	D	\$ 53.93	24,823	D	
Common Stock						2,469,339	I <sup>(1)</sup>	401(k) Plan

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Stock Options (Right to Buy)	\$ 53.6	11/09/2009		A	3,258	11/09/2010 02/05/2012	Common Stock	3,258
Stock Options (Right to Buy)	\$ 53.6	11/09/2009		A	1,188	11/09/2010 02/04/2013	Common Stock	1,188
Stock Options (Right to Buy)	\$ 53.6	11/09/2009		A	1,998	11/09/2010 02/04/2013	Common Stock	1,998
Stock Options (Right to Buy)	\$ 44.21	11/09/2009		M	3,621	04/01/2004 02/05/2012	Common Stock	3,621
Stock Options	\$ 44.64	11/09/2009		M	1,313	08/04/2006 02/04/2013	Common Stock	1,313

(Right to Buy)

Stock

Options (Right to Buy)

\$ 44.49

11/09/2009

M

2,213

08/07/2007

02/04/2013

Common Stock

2,213

Stock

Options (Right to Buy)

\$ 53.93

11/10/2009

A

1,541

11/10/2010

02/04/2013

Common Stock

1,541

Stock

Options (Right to Buy)

\$ 44.79

11/10/2009

M

1,706

02/06/2007

02/04/2013

Common Stock

1,706

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director

10% Owner

Officer

Other

Spence Kenneth Franklin III  
THE TRAVELERS COMPANIES, INC.  
385 WASHINGTON STREET  
ST. PAUL, MN 55102

EVP & General Counsel

## Signatures

/s/Wendy C. Skjerven, by power of attorney

11/12/2009

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(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).

(1) Includes common shares and shares of common stock that may be acquired upon the conversion of shares of Series B Preferred Stock, each of which is convertible into 8 shares of common stock.

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

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