TRAVELERS COMPANIES, INC.

Form 4

February 10, 2014

FORM 4

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

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005 Estimated average

0.5

burden hours per response...

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

Schnitzer Alan D

TRAVELERS COMPANIES, INC.

(Check all applicable)

[TRV]

(Last) (First) (Middle) 3. Date of Earliest Transaction

Director 10% Owner X_ Officer (give title Other (specify

(Month/Day/Year)

02/07/2014

below) Vice Chairman

THE TRAVELERS COMPANIES. INC., 385 WASHINGTON STREET

(Street)

6. Individual or Joint/Group Filing(Check

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

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

ST. PAUL, MN 55102

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities Acquired (A) actionor Disposed of (D) (Instr. 3, 4 and 5) (A) or			Beneficially For Owned Dir Following or Reported (I)	Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	02/07/2014		Code V $S_{\underline{(1)}}$	Amount 9,648	(D)	Price \$ 80.474 (2)	80,507.807	D		
Common Stock	02/07/2014		M(1)	82,278	A	\$ 39.19	162,785.807	D		
Common Stock	02/07/2014		S <u>(1)</u>	82,278	D	\$ 80.47 (3)	80,507.807	D		
Common Stock							93 (4)	I	By Reporting Person As	

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Custodian For Children

Common Stock

11,857 (4)

I

By Spouse

SEC 1474

(9-02)

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

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 control number.

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

	1. Title of	2.	3. Transaction Date	3A. Deemed	4. 5. Number of		6. Date Exercisable and		/. Title and Amount of	
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration Date		Underlying S	Securities
	Security	or Exercise		any	Code Securities		(Month/Day/Year)		(Instr. 3 and 4)	
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Acquired (A)					
		Derivative				or Disposed of				
		Security				(D)				
						(Instr. 3, 4,				
						and 5)				
										A 4
							Data	E:		Amount
							Date	Expiration	Title	or
							Exercisable	Date		Number

Code V (A) (D) of Shares

Common

Stock

Options (Right to Buy)

02/07/2014

 $M^{(1)}$

82,278 02/03/2012 02/03/2019

Stock

82,278

Reporting Owners

\$ 39.19

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

Schnitzer Alan D

THE TRAVELERS COMPANIES, INC. 385 WASHINGTON STREET

Vice Chairman

ST. PAUL, MN 55102

Signatures

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

02/10/2014

**Signature of Reporting Person

Date

Reporting Owners 2

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).
- The transactions reported on this Form 4 were made pursuant to a trading plan entered into in accordance with Rule 10b5-1 under the (1) Securities Exchange Act of 1934 and previously disclosed in the Issuer's most recent Form 10-Q filed on October 22, 2013 with the Securities and Exchange Commission.
- Represents the weighted average sales price for price increments ranging from \$80.26 to \$80.95. The Reporting Person undertakes to (2) provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price for all transactions reported on this Form 4.
- Represents the weighted average sales price for price increments ranging from \$80.23 to \$80.95. The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price for all transactions reported on this Form 4.
- (4) The Reporting Person disclaims beneficial ownership of these securities.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.