

TRAVELERS COMPANIES, INC.  
 Form 4  
 February 08, 2011

**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 \*  
 RUSSELL DOUGLAS K

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)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)

THE TRAVELERS COMPANIES, INC., 385 WASHINGTON STREET

02/04/2011

SVP & Controller

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

ST. PAUL, MN 55102

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(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)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	02/04/2011		M			148	A	\$ 51.57	27,687	D	
Common Stock	02/04/2011		S			148	D	\$ 57.41	27,539	D	
Common Stock	02/04/2011		M			5,377	A	\$ 54.1	32,916	D	
Common Stock	02/04/2011		S			5,377	D	\$ 57.404	27,539	D	
	02/04/2011		M			174	A	\$ 56.23	27,713	D	

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Common Stock									
Common Stock	02/04/2011		S	174	D	\$ 57.41	27,539	D	
Common Stock	02/04/2011		M	1,664	A	\$ 52.18	29,203	D	
Common Stock	02/04/2011		S	1,664	D	\$ 57.41	27,539	D	
Common Stock	02/04/2011		M	1,918	A	\$ 51.34	29,457	D	
Common Stock	02/04/2011		S	1,918	D	\$ 57.39	27,539	D	
Common Stock	02/04/2011		M	758	A	\$ 52.88	28,297	D	
Common Stock	02/04/2011		S	758	D	\$ 57.43	27,539	D	
Common Stock	02/04/2011		M	6,289	A	\$ 52.42	33,828	D	
Common Stock	02/04/2011		S	6,289	D	\$ 57.42 (2)	27,539	D	
Common Stock	02/04/2011		M	205	A	\$ 51.4	27,744	D	
Common Stock	02/04/2011		S	205	D	\$ 57.37	27,539	D	
Common Stock	02/04/2011		M	11,798	A	\$ 52.15	39,337	D	
Common Stock	02/04/2011		S	11,798	D	\$ 57.403 (3)	27,539	D	
Common Stock							291.256	I	401(k) Plan

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

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SEC 1474  
(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V (A) (D)				
Stock Options (Right to Buy)	\$ 51.57	02/04/2011	M	148	05/07/2007	03/22/2012	Common Stock	148
Stock Options (Right to Buy)	\$ 54.1	02/04/2011	M	5,377	10/30/2007	03/22/2012	Common Stock	5,377
Stock Options (Right to Buy)	\$ 56.23	02/04/2011	M	174	11/08/2007	03/22/2012	Common Stock	174
Stock Options (Right to Buy)	\$ 52.18	02/04/2011	M	1,664	01/23/2008	03/22/2012	Common Stock	1,664
Stock Options (Right to Buy)	\$ 51.34	02/04/2011	M	1,918	01/25/2008	03/22/2012	Common Stock	1,918
Stock Options (Right to Buy)	\$ 52.88	02/04/2011	M	758	04/29/2008	03/22/2012	Common Stock	758
Stock Options (Right to Buy)	\$ 52.42	02/04/2011	M	6,289	04/30/2008	03/22/2012	Common Stock	6,289
Stock Options (Right to Buy)	\$ 51.4	02/04/2011	M	205	05/09/2008	03/22/2012	Common Stock	205
Stock Options (Right to Buy)	\$ 52.15	02/04/2011	M	11,798	11/01/2008	03/22/2012	Common Stock	11,798

# Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RUSSELL DOUGLAS K THE TRAVELERS COMPANIES, INC. 385 WASHINGTON STREET ST. PAUL, MN 55102				SVP & Controller

# Signatures

/s/Wendy C. Skjerven, by power of attorney	02/08/2011
__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) Represents the weighted average sales price for price increments ranging from \$57.40 to \$57.415. 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.
  - (2) Represents the weighted average sales price for price increments ranging from \$57.42 to \$57.425. 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.
  - (3) Represents the weighted average sales price for price increments ranging from \$57.39 to \$57.425. 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.

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.