

Edgar Filing: GRIEVE PIERSON M - Form 5

GRIEVE PIERSON M  
Form 5  
February 14, 2003

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

- Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 Form 3 Holdings Reported  
 Form 4 Transactions Reported

1. Name and Address of Reporting Person\*

|                               |                |          |
|-------------------------------|----------------|----------|
| Grieve                        | Pierson        | M.       |
| (Last)                        | (First)        | (Middle) |
| 301 Carlson Parkway, Ste. 315 |                |          |
| Minnetonka                    | (Street)<br>MN | 55305    |
| (City)                        | (State)        | (Zip)    |

2. Issuer Name and Ticker or Trading Symbol

THE ST. PAUL COMPANIES, INC. (SPC)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Day/Year

December 31 2002

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

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5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

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

Title if applicable: Director

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7. Individual or Joint/Group Filing (Check applicable line)

- Form filed by one Reporting Person  
 Form filed by more than one Reporting Person

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

| 1.<br>Title of Security<br>(Instr. 3) | 2.<br>Transaction Date<br>(mm/yy) | 2a.<br>Deemed Execution Date, if any<br>(mm/dd/yy) | 3.<br>Transaction Code<br>(Instr. 8) | 4.<br>Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) |                  | 5.<br>Price | Amount<br>Owned<br>at En<br>of Is<br>Fisca<br>(Inst<br>and 4 |
|---------------------------------------|-----------------------------------|----------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|------------------|-------------|--------------------------------------------------------------|
|                                       |                                   |                                                    |                                      | Amount                                                                     | (A)<br>or<br>(D) |             |                                                              |
|                                       |                                   |                                                    |                                      |                                                                            |                  |             |                                                              |
|                                       |                                   |                                                    |                                      |                                                                            |                  |             |                                                              |
|                                       |                                   |                                                    |                                      |                                                                            |                  |             |                                                              |
|                                       |                                   |                                                    |                                      |                                                                            |                  |             |                                                              |
|                                       |                                   |                                                    |                                      |                                                                            |                  |             |                                                              |
|                                       |                                   |                                                    |                                      |                                                                            |                  |             |                                                              |
|                                       |                                   |                                                    |                                      |                                                                            |                  |             |                                                              |
|                                       |                                   |                                                    |                                      |                                                                            |                  |             |                                                              |
|                                       |                                   |                                                    |                                      |                                                                            |                  |             |                                                              |
|                                       |                                   |                                                    |                                      |                                                                            |                  |             |                                                              |
|                                       |                                   |                                                    |                                      |                                                                            |                  |             |                                                              |
|                                       |                                   |                                                    |                                      |                                                                            |                  |             |                                                              |
|                                       |                                   |                                                    |                                      |                                                                            |                  |             |                                                              |
|                                       |                                   |                                                    |                                      |                                                                            |                  |             |                                                              |
|                                       |                                   |                                                    |                                      |                                                                            |                  |             |                                                              |

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

FORM 5 (continued)

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

| 2.<br>Conver-<br>sion<br>or | 5.<br>Number of<br>Derivative | 6. | 7.<br>Title and Amount<br>of Underlying | 8. |
|-----------------------------|-------------------------------|----|-----------------------------------------|----|
|                             |                               |    |                                         |    |

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| 1.<br>Title of<br>Derivative<br>Security<br>(Instr. 3) | Exer-<br>cise<br>Price<br>of<br>Deriv-<br>ative<br>Secur-<br>ity | 3.<br>Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 3A.<br>Deemed<br>Execution<br>Date, if<br>any (Month/<br>Day/Year) | 4.<br>Trans-<br>action<br>Code<br>(Instr.<br>8) | Securities<br>Acquired (A)<br>or Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5)<br>(A) (D) | Date<br>Exercisable and<br>Expiration Date<br>(Month/Day/Year)<br>Date Expira-<br>tion<br>Date | Securities<br>(Instr. 3 and 4)<br>-----<br>Amount<br>or<br>Number<br>of<br>Shares | Title  | 5   |
|--------------------------------------------------------|------------------------------------------------------------------|------------------------------------------------------------|--------------------------------------------------------------------|-------------------------------------------------|------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------|--------|-----|
| Phantom<br>Stock<br>Units (1)                          | \$0.00                                                           | 01/17/02                                                   |                                                                    | J                                               | 264.08                                                                                   |                                                                                                | Common<br>Stock                                                                   | 264.08 | \$4 |
| Phantom<br>Stock<br>Units (1)                          | \$0.00                                                           | 04/17/02                                                   |                                                                    | J                                               | 223.83                                                                                   |                                                                                                | Common<br>Stock                                                                   | 223.83 | \$4 |
| Phantom<br>Stock<br>Units (1)                          | \$0.00                                                           | 07/17/02                                                   |                                                                    | J                                               | 371.85                                                                                   |                                                                                                | Common<br>Stock                                                                   | 371.85 | \$3 |
| Phantom<br>Stock<br>Units (1)                          | \$0.00                                                           | 10/17/02                                                   |                                                                    | J                                               | 338.72                                                                                   |                                                                                                | Common<br>Stock                                                                   | 338.72 | \$3 |

Explanation of Responses:

(1) These are phantom shares acquired through dividend reinvestment under the Company's Deferred Directors. Distributions must be received by the reporting person in stock according to an elect reporting person, approved by the Company's Board Governance Committee, and kept on file by the C exempt under Rule 16-3(d).

By: /s/ Pierson M. Grieve

021403

\*\*Signature of Reporting Person

Date

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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