

Edgar Filing: ST PAUL COMPANIES INC /MN/ - Form 8-K

ST PAUL COMPANIES INC /MN/  
Form 8-K  
August 14, 2002

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

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Date of Report (Date of earliest  
event reported): August 14, 2002

THE ST. PAUL COMPANIES, INC.

-----  
(Exact name of Registrant as specified in its charter)

|  |                             |   |
|--|-----------------------------|---|
| Minnesota                                | 001-10898                   | 41-0518860                              |
| -----                                    | -----                       | -----                                   |
| (State of<br>Incorporation)              | (Commission File<br>Number) | (I.R.S. Employer<br>Identification No.) |
| <br>                                     |                             |   |
| 385 Washington St., St. Paul, MN         |                             | 55102                                   |
| -----                                    |                             | -----                                   |
| (Address of principal executive offices) |                             | (Zip Code)                              |

(651) 310-7911

-----  
(Registrant's telephone number,  
including area code)

N/A

-----  
(Former name or former address, if changed since last  
report)

Item 9. Regulation FD Disclosure  
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The following Statements Under Oath were delivered to the Securities and Exchange Commission on Wednesday, August 14, 2002:

Statement Under Oath of Principal Executive Officer  
Regarding Facts and Circumstances Relating to Exchange Act Filings  
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I, Jay S. Fishman, Chief Executive Officer of The St. Paul Companies, Inc. (the "Company"), state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of the Company, and, except as corrected or supplemented in a subsequent covered report:
  - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's Audit Committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
  - the Annual Report on Form 10-K of the Company, filed on March 29, 2002 with the Commission;
  - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of the Company filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - any amendments to any of the foregoing.

Jay S. Fishman  
-----  
Jay S. Fishman  
August 14, 2002

Subscribed and sworn to before me  
this 14th day of August, 2002

Kristi L. Gilbertson  
-----  
Kristi L. Gilbertson  
Notary Public

My Commission Expires: January 31, 2005  
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Statement Under Oath of Principal Financial Officer  
Regarding Facts and Circumstances Relating to Exchange Act Filings  
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I, Thomas A. Bradley, Chief Financial Officer of The St. Paul Companies, Inc. (the "Company"), state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of the Company, and, except as corrected or supplemented in a subsequent covered report:
  - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's Audit Committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
  - the Annual Report on Form 10-K of the Company, filed on March 29, 2002 with the Commission;
  - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of the Company filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - any amendments to any of the foregoing.

Thomas A. Bradley  
-----  
Thomas A. Bradley  
August 14, 2002

Subscribed and sworn to before me  
this 14th day of August, 2002

Jodi Thomas  
-----  
Jodi Thomas  
Notary Public

My Commission Expires: February 17, 2006  
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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly

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authorized.

THE ST. PAUL COMPANIES, INC.

By: Bruce A. Backberg

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Bruce A. Backberg

Senior Vice President

Date: August 14, 2002