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ST PAUL TRAVELERS COMPANIES INC

Form 3

October 10, 2006

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement ST PAUL TRAVELERS COMPANIES INC [STA] À CLARKE CHARLES J (Month/Day/Year) 09/29/2006 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) THE ST. PAUL TRAVELERS (Check all applicable) COMPANIES, INC., Â 385 WASHINGTON STREET 10% Owner Director (Street) _X__ Officer Other 6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) Vice Chairman _X_ Form filed by One Reporting Person ST. PAUL. MNÂ 55102 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial Ownership Beneficially Owned Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) 59,681 (1) Â Common Stock D Common Stock 1.587 Ι 401(k) Plan Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02)

owned directly or indirectly.

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

1. Title of Derivative Security	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
(Instr. 4)	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial
	(Month/Day/Year)	Derivative Security	or Exercise	Form of	Ownership

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			(Instr. 4)		Price of	Derivative	(Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Performance Shares	(2)	12/31/2008	Common Stock	5,372 (2)	\$ (2)	D	Â
Stock Options (Right to buy)	(3)	06/30/2009	Common Stock	104	\$ 38.43	D	Â
Stock Options (Right to buy)	(4)	04/27/2014	Common Stock	32,048	\$ 42.55	D	Â
Stock Options (Right to buy)	(5)	03/22/2012	Common Stock	86,680	\$ 42.69	D	Â
Stock Options (Right to buy)	(3)	11/02/2008	Common Stock	4,344	\$ 44.63	D	Â
Stock Options (Right to buy)	02/06/2009	02/06/2016	Common Stock	38,006	\$ 44.79	D	Â
Stock Options (Right to buy)	(3)	11/02/2008	Common Stock	5,509	\$ 45.14	D	Â
Stock Options (Right to buy)	(3)	11/02/2008	Common Stock	1,140	\$ 45.41	D	Â
Stock Options (Right to buy)	(3)	11/02/2008	Common Stock	9,048	\$ 46.23	D	Â
Stock Options (Right to buy)	(3)	04/18/2010	Common Stock	19,183	\$ 49.42	D	Â
Stock Options (Right to buy)	(3)	11/02/2008	Common Stock	9,678	\$ 51.44	D	Â
Stock Options (Right to buy)	(3)	06/30/2010	Common Stock	76	\$ 52.4	D	Â
Stock Options (Right to buy)	(3)	11/02/2008	Common Stock	5,225	\$ 56.67	D	Â
Stock Options (Right to buy)	(3)	11/02/2008	Common Stock	9,205	\$ 57.49	D	Â
Stock Options (Right to buy)	(3)	01/16/2011	Common Stock	17,984	\$ 59.08	D	Â
Stock Options (Right to buy)	(3)	11/02/2008	Common Stock	3,702	\$ 59.56	D	Â

Reporting Owners

Reporting Owner Name / Address	Keiauoliships				
	Director 10% Owner Officer	Other			

Reporting Owners 2

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CLARKE CHARLES J

THE ST. PAUL TRAVELERS COMPANIES, INC.
385 WASHINGTON STREET

ST. PAUL. MNÂ 55102

 Â Vice Chairman Â

Signatures

Bruce A. Backberg, by power of attorney

10/10/2006

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

Each performance share represents the right to receive one share of common stock if the target level of performance is achieved. The performance objective for determining the number of shares earned is the Issuer's adjusted return on equity over a three year period. The actual number of shares received could range from 0-160% of the target number of shares based on a sliding scale of performance levels.

- (2) For example, 50% of the shares are earned if the minimum objective is achieved, 100% of the shares are earned if the maximum objective is achieved. Payouts of performance shares will be interpolated if actual performance exceeds the minimum level, but falls between the specified intermediary levels.
- (3) These options are currently exercisable.
- (4) 50% of these options are currently exercisable, 25% become exercisable 4/27/07 and the remaining 25% become exercisable on 4/27/08.
- (5) 80% of these options are currently exercisable, the remaining 20% become exercisable on 3/22/07.
- (1) This amount includes 56,503 shares of restricted stock that are currently restricted.

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.

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