TRAVELERS COMPANIES, INC.

Form 4 May 09, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

TRAVELERS COMPANIES, INC.

5. Relationship of Reporting Person(s) to Issuer

below)

BESSETTE ANDY F

Symbol

[TRV]

(Check all applicable)

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

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

(Month/Day/Year)

05/08/2007

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

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Number:

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response...

THE TRAVELERS COMPANIES.

EVP and Chief Admin Officer

INC., 385 WASHINGTON STREET (Street)

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

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

6. Individual or Joint/Group Filing(Check

ST. PAUL, MN 55102

(City)	(State) (Zip) Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/08/2007		Code V M	Amount 4,752	(D)	Price \$ 45.72	35,404	D	
Common Stock	05/08/2007		M	3,366	A	\$ 45.76	38,770	D	
Common Stock	05/08/2007		M	7,574	A	\$ 45.76	46,344	D	
Common Stock	05/08/2007		F	4,155	D	\$ 56.23	42,189	D	
Common Stock	05/08/2007		F	6,625	D	\$ 56.23	35,564	D	

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Common Stock	05/08/2007	F	2,945	D	\$ 56.23	32,619	D	
Common Stock						1,093.454 (1)	I	401(k) Plan
Common Stock						22 (2)	I	By Son

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 (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 45.72	05/08/2007		M		4,752	11/07/2006	02/04/2013	Common Stock	4,752
Stock Options (Right to buy)	\$ 45.76	05/08/2007		M		3,366	05/08/2007	02/04/2013	Common Stock	3,366
Stock Options (Right to buy)	\$ 45.76	05/08/2007		M		7,574	05/08/2007	02/04/2013	Common Stock	7,574
Stock Options (Right to buy)	\$ 56.23	05/08/2007		A	2,945		05/08/2008	02/04/2013	Common Stock	2,945
Stock Options (Right to buy)	\$ 56.23	05/08/2007		A	6,625		05/08/2008	02/04/2013	Common Stock	6,625

Stock

Options (Right to buy)

\$ 56.23 05/08/2007

A 4,155

05/08/2008 02/04/2013

Common Stock

4,155

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

BESSETTE ANDY F THE TRAVELERS COMPANIES, INC. 385 WASHINGTON STREET ST. PAUL, MN 55102

EVP and Chief Admin Officer

Signatures

Bruce A. Backberg, by power of attorney

05/09/2007

**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).
- Includes common shares and shares of common stock that may be acquired upon the conversion of shares of Series B Preferred Stock, each of which is convertible into 8 shares of common stock.
- (2) The Reporting Person disclaims beneficial ownership of these shares.

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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