TRAVELERS COMPANIES, INC.

Form 4 May 19, 2008

FORM 4

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

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to Section 16.

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

January 31, Expires: 2005

0.5

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

Estimated average

See Instruction

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person ** Albano John J | | | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer | | |
|--|---------|----------|--|--|--|--|
| | | | TRAVELERS COMPANIES, INC. [TRV] | (Check all applicable) | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | Director 10% Owner Symbol Other (specify below) | | |
| THE TO AVELED COMPANIES | | | 05/15/0000 | below) below) | | |

THE TRAVELERS COMPANIES. **INC., 385 WASHINGTON STREET**

(Street)

4. If Amendment, Date Original

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

EVP, Business Insurance

Filed(Month/Day/Year)

05/15/2008

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

ST. PAUL, MN 55102

| (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. 4. Securities Acquired (A) Transactiom Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| Common Stock | 05/15/2008 | | Code V M | Amount 1,013 | (D) | Price \$ 42.69 | (Instr. 3 and 4) 22,060 | D | | | |
| Common Stock | 05/15/2008 | | F | 911 | D | \$ 51.64 | 21,149 | D | | | |
| Common Stock | 05/16/2008 | | M | 6,764 | A | \$ 36.97 | 27,913 | D | | | |
| Common Stock | 05/16/2008 | | M | 6 | A | \$ 41.84 | 27,919 | D | | | |
| Common Stock | 05/16/2008 | | M | 14,422 | A | \$ 42.55 | 42,341 | D | | | |

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| Common Stock | 05/16/2008 | M | 1,511 | A | \$ 45.14 | 43,852 | D |
|-----------------|------------|---|--------|---|---------------|--------|---|
| Common Stock | 05/16/2008 | M | 101 | A | \$ 47.37 | 43,953 | D |
| Common Stock | 05/16/2008 | M | 242 | A | \$ 49.09 | 44,195 | D |
| Common Stock | 05/16/2008 | S | 1,511 | D | \$ 51.0021 | 42,684 | D |
| Common Stock | 05/16/2008 | S | 6,764 | D | \$ 51.0021 | 35,920 | D |
| Common Stock | 05/16/2008 | S | 242 | D | \$ 51.0021 | 35,678 | D |
| Common Stock | 05/16/2008 | S | 14,422 | D | \$ 51.0021 | 21,256 | D |
| Common Stock | 05/16/2008 | S | 101 | D | \$ 51.0021 | 21,155 | D |
| Common Stock | 05/16/2008 | S | 6 | D | \$ 51.0021 | 21,149 | D |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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) | e 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transactio Code (Instr. 8) | 5. Number of tiorDerivative 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 of 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) | \$ 42.69 | 05/15/2008 | | M | | 1,013 | 03/22/2007 | 03/22/2012 | Common Stock | 1,013 |
| Stock Options (Right to buy) | \$ 51.64 | 05/15/2008 | | A | 911 | | 11/15/2008 | 03/22/2012 | Common Stock | 911 |

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| Stock Options (Right to buy) | \$ 36.97 | 05/16/2008 | M | 6,764 | 01/25/2007 | 01/25/2015 | Common Stock | 6,764 |
|---------------------------------------|----------|------------|---|--------|------------|------------|-----------------|--------|
| Stock Options (Right to buy) | \$ 41.84 | 05/16/2008 | M | 6 | 09/02/2004 | 11/02/2008 | Common Stock | 6 |
| Stock Options (Right to buy) | \$ 42.55 | 05/16/2008 | M | 14,422 | 04/27/2007 | 04/27/2014 | Common Stock | 14,422 |
| Stock Options (Right to buy) | \$ 45.14 | 05/16/2008 | M | 1,511 | 02/23/2006 | 11/02/2008 | Common Stock | 1,511 |
| Stock Options (Right to buy) | \$ 47.37 | 05/16/2008 | M | 101 | 07/13/2006 | 11/02/2008 | Common Stock | 101 |
| Stock Options (Right to buy) | \$ 49.09 | 05/16/2008 | M | 242 | 04/16/2007 | 11/02/2008 | Common Stock | 242 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Albano John J

THE TRAVELERS COMPANIES, INC.

385 WASHINGTON STREET

ST. PAUL, MN 55102

EVP, Business Insurance

Signatures

Bruce A. Backberg, by power of attorney 05/19/2008

**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).

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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