LIPP ROBERT I

Form 4

February 01, 2010

FORM 4

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

OMB APPROVAL OMB

Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

response...

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

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

SECURITIES

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * LIPP ROBERT I			2. Issuer Name and Ticker or Trading Symbol TRAVELERS COMPANIES, INC. [TRV]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
	SRAVELERS COMPANIES, 385 WASHINGTON STREET		3. Date of Earliest Transaction (Month/Day/Year) 01/28/2010	XDirector10% OwnerOfficer (give title below)Other (specify below)		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
ST. PAUL, MN 55102				Form filed by More than One Reporting Person		

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

(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)	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	01/28/2010		Code V M	Amount 100,000	(D)	Price \$ 42.69	100,000	I	By Lipp Travelers SO, LLC	
Common Stock	01/28/2010		S	100,000	D	\$ 50.2363 (2)	0	I	By Lipp Travelers SO, LLC	
Common Stock							140,217.61 (3)	D		
Common							238.051	I	401(k)	

Edgar Filing: LIPP ROBERT I - Form 4

Stock Plan

Common Stock 233,067 (4) I In Trusts

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of ionDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		0)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Stock Options (Right to Buy)	\$ 42.69	01/28/2010		M		100,000	04/01/2004	03/22/2012	Common Stock	100,000

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

LIPP ROBERT I THE TRAVELERS COMPANIES, INC. 385 WASHINGTON STREET ST. PAUL, MN 55102



Signatures

/s/Wendy C. Skjerven, by power of attorney 02/01/2010

**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).
- (1) Lipp Travelers SO, LLC is owned by the Reporting Person and certain grantor retained annuity trusts of the Reporting Person.
- (2) Represents the weighted average sales price for price increments ranging from \$50.15 to \$50.50. The Reporting Person undertakes to provide upon request by the Securities and Exchange Commission Staff, the Issuer or a security holder of the Issuer, full information

Reporting Owners 2

Edgar Filing: LIPP ROBERT I - Form 4

regarding the number of shares sold at each separate price.

- Includes 79.79 shares of deferred stock units acquired since November 17, 2009 pursuant to the dividend reinvestment feature of the (3) Company's Deferred Compensation Plan for Non-Employee Directors and shares of common stock previously held indirectly in trust that were transferred to the Reporting Person and are now held directly.
- (4) Reflects the transfer of shares previously held indirectly in trust to the Reporting Person, which are now held directly.

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.