

ST PAUL TRAVELERS COMPANIES INC
 Form 4
 February 16, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
 OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 Person *
 MACLEAN BRIAN W

2. Issuer Name and Ticker or Trading Symbol
 ST PAUL TRAVELERS COMPANIES INC [STA]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Co-Chief Operating Officer

(Last) (First) (Middle)
 THE ST. PAUL TRAVELERS COMPANIES, INC., 385 WASHINGTON STREET

3. Date of Earliest Transaction (Month/Day/Year)
 02/14/2005

(Street)
 ST. PAUL, MN 55102

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

(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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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	02/14/2005		F	628 ⁽¹⁾ D	\$ 39.105	63,513	D
Common Stock						375.0021	I 401(k) Plan
Common Stock						40	I By son

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 SEC 1474 (9-02)

required to respond unless the form displays a currently valid OMB control number.

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. Transaction Code (Instr. 8)	5. Number of Derivative 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)	8. P	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 23.64					06/30/1998	06/30/2007	Common Stock	169
Stock Options (Right to buy)	\$ 34.15					03/24/2005	09/24/2007	Common Stock	488
Stock Options (Right to buy)	\$ 34.17					06/30/1999	06/30/2008	Common Stock	116
Stock Options (Right to buy)	\$ 35.49					04/01/2004	09/24/2007	Common Stock	476
Stock Options (Right to buy)	\$ 36.97					01/25/2007	01/25/2015	Common Stock	40,589
Stock Options (Right to buy)	\$ 36.97					01/25/2009	01/26/2015	Common Stock	101,794
Stock Options (Right to buy)	\$ 37.29					04/01/2004	10/27/2005	Common Stock	635

Edgar Filing: ST PAUL TRAVELERS COMPANIES INC - Form 4

Stock Options (Right to buy)	\$ 37.29	04/01/2004	11/02/2008	Common Stock	468
Stock Options (Right to buy)	\$ 37.61	05/03/2004	11/02/2008	Common Stock	3,816
Stock Options (Right to buy)	\$ 37.66	05/05/2004	11/02/2008	Common Stock	1,879
Stock Options (Right to buy)	\$ 38.43	06/30/2000	06/30/2009	Common Stock	104
Stock Options (Right to buy)	\$ 38.54	04/01/2004	11/02/2008	Common Stock	180
Stock Options (Right to buy)	\$ 39.32	09/29/2004	09/24/2007	Common Stock	536
Stock Options (Right to buy)	\$ 39.32	09/29/2004	11/02/2008	Common Stock	29
Stock Options (Right to buy)	\$ 40.67	11/03/2004	11/02/2008	Common Stock	1,554
Stock Options (Right to buy)	\$ 41.58	09/03/2004	11/02/2008	Common Stock	22
Stock Options (Right to buy)	\$ 41.74	07/20/2004	11/02/2008	Common Stock	1,396
Stock Options (Right to buy)	\$ 41.9	10/14/2004	09/24/2007	Common Stock	339
	\$ 41.9	10/14/2004	11/02/2008		456

Edgar Filing: ST PAUL TRAVELERS COMPANIES INC - Form 4

Stock Options (Right to buy)				Common Stock	
Stock Options (Right to buy)	\$ 42.55	04/27/2006	04/27/2014	Common Stock	64,096
Stock Options (Right to buy)	\$ 42.62	08/04/2004	11/02/2008	Common Stock	214
Stock Options (Right to buy)	\$ 42.69	03/22/2003	03/22/2012	Common Stock	75,845
Stock Options (Right to buy)	\$ 49.42	07/18/2001	04/18/2010	Common Stock	19,183
Stock Options (Right to buy)	\$ 50.55	04/01/2004	04/23/2007	Common Stock	776
Stock Options (Right to buy)	\$ 51.44	04/01/2004	11/02/2008	Common Stock	4,355
Stock Options (Right to buy)	\$ 52.4	06/30/2001	06/30/2010	Common Stock	76
Stock Options (Right to buy)	\$ 53.18	04/01/2004	11/02/2008	Common Stock	4,202
Stock Options (Right to buy)	\$ 54.66	04/01/2004	10/27/2005	Common Stock	558
Stock Options (Right to buy)	\$ 54.96	04/01/2004	04/23/2007	Common Stock	759
	\$ 55.26	04/01/2004	07/24/2006		1,475

Stock
Options
(Right to
buy)

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MACLEAN BRIAN W THE ST. PAUL TRAVELERS COMPANIES, INC. 385 WASHINGTON STREET ST. PAUL, MN 55102			Co-Chief Operating Officer	

Signatures

Anthony M. Pepper,
Attorney-in-Fact

02/16/2005

__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) Shares of common stock withheld to pay taxes upon vesting of previously awarded shares of restricted stock.

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.