

TRAVELERS COMPANIES, INC.  
 Form 4/A  
 September 18, 2009

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

OMB APPROVAL

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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  
 TRAVELERS COMPANIES, INC.  
 [TRV]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

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

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 01/09/2006

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP & Chief Operating Officer

ST. PAUL, MN 55102

4. If Amendment, Date Original Filed(Month/Day/Year)  
 01/10/2006

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |                                   |
| Common Stock                    | 01/09/2006                           |  | M                              |   | 29 A \$ 39.32   | 64,527 <sup>(2)</sup>                                    | D                                 |
| Common Stock                    | 01/09/2006                           |  | F                              |   | 26 D \$ 47.21   | 64,501 <sup>(2)</sup>                                    | D                                 |
| Common Stock                    | 01/09/2006                           |  | M                              |   | 536 A \$ 39.32  | 65,037 <sup>(1)</sup> <sup>(2)</sup>                     | D                                 |
| Common Stock                    | 01/09/2006                           |  | F                              |   | 481 D \$ 47.21  | 64,556 <sup>(1)</sup> <sup>(2)</sup>                     | 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.

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(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. 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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Options (Right to Buy)               | \$ 39.32   | 01/09/2006                           |  | M                              | 536<br>(1)  | 09/29/2004 09/24/2007                                    | Common Stock  | 536                           |
| Stock Options (Right to Buy)               | \$ 47.21   | 01/09/2006                           |  | A                              | 481<br>(1)  | 07/09/2006 09/24/2007                                    | Common Stock  | 481                           |

## Reporting Owners

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

## Signatures

/s/Wendy C. Skjerven, by power of attorney 09/18/2009

\_\_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).

## Edgar Filing: TRAVELERS COMPANIES, INC. - Form 4/A

- (1) This Amendment to the Form 4 originally filed on January 10, 2006 reflects an additional stock option exercise and related stock option grant that also occurred on January 9, 2006, but was inadvertently omitted from the original Form 4.

This Amendment also amends the direct holdings totals reported in column 5 of Table I to reflect shares of The St. Paul Travelers

- (2) Companies, Inc. (now known as The Travelers Companies, Inc.) common stock acquired from June 30, 2004 to June 30, 2005 pursuant to an automatic dividend reinvestment plan provided by a broker under terms similar to the Issuer's Dividend Reinvestment Plan .

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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