

Spence Kenneth Franklin III
Form 4
November 12, 2009

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Spence Kenneth Franklin III

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)

3. Date of Earliest Transaction
(Month/Day/Year)
11/09/2009

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)
EVP & General Counsel

THE TRAVELERS COMPANIES,
INC., 385 WASHINGTON STREET

(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
____ Form filed by More than One Reporting
Person

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. 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/09/2009		M		3,621	A	\$ 44.21	27,576	D	
Common Stock	11/09/2009		M		1,313	A	\$ 44.64	28,889	D	
Common Stock	11/09/2009		M		2,213	A	\$ 44.49	31,102	D	
Common Stock	11/09/2009		F		3,258	D	\$ 53.6	27,844	D	
Common Stock	11/09/2009		F		1,188	D	\$ 53.6	26,656	D	

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Common Stock	11/09/2009	F	1,998	D	\$ 53.6	24,658	D	
Common Stock	11/10/2009	M	1,706	A	\$ 44.79	26,364	D	
Common Stock	11/10/2009	F	1,541	D	\$ 53.93	24,823	D	
Common Stock						2,469.339	I ⁽¹⁾	401(k) Plan

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. 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 53.6	11/09/2009		A		3,258		11/09/2010	02/05/2012	Common Stock	3,258
Stock Options (Right to Buy)	\$ 53.6	11/09/2009		A		1,188		11/09/2010	02/04/2013	Common Stock	1,188
Stock Options (Right to Buy)	\$ 53.6	11/09/2009		A		1,998		11/09/2010	02/04/2013	Common Stock	1,998
Stock Options (Right to Buy)	\$ 44.21	11/09/2009		M		3,621		04/01/2004	02/05/2012	Common Stock	3,621
Stock Options	\$ 44.64	11/09/2009		M		1,313		08/04/2006	02/04/2013	Common Stock	1,313

(Right to
Buy)

Stock

Options
(Right to
Buy)

\$ 44.49

11/09/2009

M

2,213

08/07/2007 02/04/2013

Common
Stock

2,213

Stock

Options
(Right to
Buy)

\$ 53.93

11/10/2009

A

1,541

11/10/2010 02/04/2013

Common
Stock

1,541

Stock

Options
(Right to
Buy)

\$ 44.79

11/10/2009

M

1,706

02/06/2007 02/04/2013

Common
Stock

1,706

Reporting Owners

Reporting Owner Name / Address**Relationships**

Director

10% Owner

Officer

Other

Spence Kenneth Franklin III
 THE TRAVELERS COMPANIES, INC.
 385 WASHINGTON STREET
 ST. PAUL, MN 55102

EVP & General Counsel

Signatures

/s/Wendy C. Skjerven, by power of
 attorney

11/12/2009

**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).

(1) 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.

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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