

TRAVELERS COMPANIES, INC.

Form 4/A

May 17, 2007

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
DOLAN JANET M

(Last) (First) (Middle)

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

(Street)

ST. PAUL, MN 55102

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
**TRAVELERS COMPANIES, INC.
[TRV]**

3. Date of Earliest Transaction
(Month/Day/Year)
06/01/2004

4. If Amendment, Date Original
Filed(Month/Day/Year)
06/03/2004

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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

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	06/01/2004		A	(A) or (D) A	312.73 (1) \$ 39.97	422.73 (2)	D

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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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)**

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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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DOLAN JANET M THE TRAVELERS COMPANIES, INC. 385 WASHINGTON STREET ST. PAUL, MN 55102	X

Signatures

Bruce A. Backberg, by power of attorney
05/17/2007

**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).

(2) Reflects Company common stock and the 312.73 deferred stock units owned as of June 1, 2004. Since that date, 21.56 deferred stock units, which are not included in the balance at June 1, 2004, have been added to the Reporting Person's deferred stock unit account through the reinvestment of dividends related to the 312.73 deferred stock units acquired on June 1, 2004.

These are deferred stock units acquired through the Company's Deferred Compensation Plan for Non-Employee Directors. Distributions must be received by the Reporting Person in stock at a designated date or dates according to an election previously made by the Reporting Person. These deferred stock units are converted into shares of Company common stock on a one-for-one basis upon distribution.

(1) Acquisitions are exempt under Rule 16b-3(d). The Form 4 filed by the Reporting Person on June 3, 2004 reported the acquisition of 312.73 deferred stock units on June 1, 2004 on Table II. However, it has been determined that the acquisition of those deferred stock units may more appropriately be reported on Table I. Those deferred stock units were not included in Table I on the Form 4s filed by the Reporting Person after the Form 4 filed June 3, 2004.

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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