

Spence Kenneth Franklin III  
 Form 4  
 November 12, 2009

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

OMB APPROVAL

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**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 \*  
 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  
 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)  
 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 Ownership (Instr. 4)
				(A) or (D)	Price		
				Code V	Amount		
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 <sup>(1)</sup>	401(k) Plan

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

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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)		
				Code	V	(A)	(D)	Title	Amount or Number of Shares	
Stock Options (Right to Buy)	\$ 53.6	11/09/2009		A		3,258		Common Stock	3,258	
Stock Options (Right to Buy)	\$ 53.6	11/09/2009		A		1,188		Common Stock	1,188	
Stock Options (Right to Buy)	\$ 53.6	11/09/2009		A		1,998		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. 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.