ST PAUL TRAVELERS COMPANIES INC

Form 4

January 06, 2006

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

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obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading BENET JAY S Issuer Symbol ST PAUL TRAVELERS (Check all applicable) COMPANIES INC [STA] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) THE ST. PAUL TRAVELERS 01/06/2006 Vice Chairman and CFO COMPANIES, INC., 385 WASHINGTON STREET (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting ST. PAUL, MN 55102 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Transaction(A) or Disposed of (D) Form: Direct Indirect Security (Month/Day/Year) Execution Date, if Securities (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Amount (D) Price Code Common 01/06/2006 D M 1,265 72,771 Stock Common 01/06/2006 F 1.133 D 71.638 Stock Common 401(k) 377.1215 Ι Stock Plan

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

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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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(A) or of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	(.	A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Options (Right to buy)	\$ 23.64							04/01/2004	06/30/2007	Common Stock	169
Stock Options (Right to buy)	\$ 34.17							04/01/2004	06/30/2008	Common Stock	116
Stock Options (Right to buy)	\$ 36.97							01/25/2007	01/25/2015	Common Stock	44,455
Stock Options (Right to buy)	\$ 36.97							01/25/2009	01/26/2015	Common Stock	73,447
Stock Options (Right to buy)	\$ 38.43							06/30/2000	06/30/2009	Common Stock	104
Stock Options (Right to buy)	\$ 40.87							07/13/2004	11/02/2008	Common Stock	36
Stock Options (Right to buy)	\$ 42.55							04/27/2006	04/27/2014	Common Stock	64,096
Stock Options (Right to	\$ 42.69							03/22/2003	03/22/2012	Common Stock	86,680

buy)					
Stock Options (Right to buy)	\$ 44.63	02/03/2006	11/02/2008	Common Stock	738
Stock Options (Right to buy)	\$ 45.14	02/23/2006	11/02/2008	Common Stock	4,306
Stock Options (Right to buy)	\$ 46.23	05/11/2006	11/02/2008	Common Stock	4,927
Stock Options (Right to buy)	\$ 49.42	07/18/2001	04/18/2010	Common Stock	17,264
Stock Options (Right to buy)	\$ 55.26	04/01/2004	09/24/2007	Common Stock	1,039
Stock Options (Right to buy)	\$ 55.26	04/01/2004	11/02/2008	Common Stock	4,563
Stock Options (Right to buy)	\$ 55.71	04/01/2004	09/24/2007	Common Stock	1,082
Stock Options (Right to buy)	\$ 55.71	04/01/2004	11/02/2008	Common Stock	4,761
Stock Options (Right to buy)	\$ 59.08	07/16/2002	01/16/2011	Common Stock	15,736
Stock Options (Right to buy)	\$ 61.31	04/01/2004	09/24/2007	Common Stock	966
Stock Options (Right to buy)	\$ 61.93	04/01/2004	09/24/2007	Common Stock	1,010

Stock Options (Right to buy)	\$ 61.93					04/01/2004	11/02/2008	Common Stock	3,176
Stock Options (Right to buy)	\$ 39.09	01/06/2006	M		1,265	04/01/2004	09/24/2007	Common Stock	1,265
Stock Options (Right to buy)	\$ 46.95	01/06/2006	A	1,133		07/06/2006	09/24/2007	Common Stock	1,133

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

BENET JAY S THE ST. PAUL TRAVELERS COMPANIES, INC. 385 WASHINGTON STREET ST. PAUL, MN 55102

Vice Chairman and CFO

Signatures

Bruce A. Backberg, by power of attorney 01/06/2006

**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).

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