

TRAVELERS COMPANIES, INC.
Form 4
April 25, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
OLIVO MARIA

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)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

EVP-Treasurer

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	04/23/2012		M		4,547	A	\$ 57.44
							70,269.872
Common Stock	04/23/2012		S		4,547	D	\$ 62.384
							65,722.872
							(1)
Common Stock	04/23/2012		M		7,250	A	\$ 57.44
							72,972.872
Common Stock	04/23/2012		S		7,250	D	\$ 62.37
							65,722.872
							(2)
	04/23/2012		M		34,456	A	\$ 57.44
							100,178.872

Edgar Filing: TRAVELERS COMPANIES, INC. - Form 4

Common Stock									
Common Stock	04/23/2012		S	34,456	D	\$ 62.61 (3)	65,722.872	D	
Common Stock	04/23/2012		M	2,665	A	\$ 58.46	68,387.872	D	
Common Stock	04/23/2012		S	2,665	D	\$ 62.703 (4)	65,722.872	D	
Common Stock	04/23/2012		M	4,501	A	\$ 58.46	70,223.872	D	
Common Stock	04/23/2012		S	4,501	D	\$ 62.665 (5)	65,722.872	D	
Common Stock	04/24/2012		S	10,000	D	\$ 63.39 (6)	55,722.872	D	
Common Stock							252.808	I	401(k) Plan

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.

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)	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 57.44	04/23/2012		M	4,547	05/05/2011 06/13/2012	Common Stock	4,547
Stock Options (Right to Buy)	\$ 57.44	04/23/2012		M	7,250	05/05/2011 06/13/2012	Common Stock	7,250

Buy)

Stock

Options (Right to Buy)	\$ 57.44	04/23/2012	M	34,456	05/05/2011	06/13/2012	Common Stock	34,456
------------------------------	----------	------------	---	--------	------------	------------	-----------------	--------

Stock

Options (Right to Buy)	\$ 58.46	04/23/2012	M	2,665	08/10/2011	06/13/2012	Common Stock	2,665
------------------------------	----------	------------	---	-------	------------	------------	-----------------	-------

Stock

Options (Right to Buy)	\$ 58.46	04/23/2012	M	4,501	08/10/2011	06/13/2012	Common Stock	4,501
------------------------------	----------	------------	---	-------	------------	------------	-----------------	-------

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OLIVO MARIA THE TRAVELERS COMPANIES, INC. 385 WASHINGTON STREET ST. PAUL, MN 55102			EVP-Treasurer	

Signatures

/s/Wendy C. Skjerven, by power of attorney 04/25/2012

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) Represents the weighted average sales price for price increments ranging from \$62.37 to \$62.41. The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price for all transactions reported on this Form 4.

(2) Represents the weighted average sales price for price increments ranging from \$62.36 to \$62.38. The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price for all transactions reported on this Form 4.

(3) Represents the weighted average sales price for price increments ranging from \$62.57 to \$62.66. The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price for all transactions reported on this Form 4.

(4) Represents the weighted average sales price for price increments ranging from \$62.7 to \$62.7027. The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price for all transactions reported on this Form 4.

(5) Represents the weighted average sales price for price increments ranging from \$62.66 to \$62.6649. The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price for all transactions reported on this Form 4.

(6)

Edgar Filing: TRAVELERS COMPANIES, INC. - Form 4

Represents the weighted average sales price for price increments ranging from \$63.36 to \$63.50. The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price for all transactions reported on this Form 4.

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.