

TRAVELERS COMPANIES, INC.  
Form 4  
February 23, 2012

**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 \*  
MACLEAN BRIAN W

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)  
02/21/2012

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
President & COO

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	02/21/2012		M		1,597	A	\$ 53.67 89,298.768
Common Stock	02/21/2012		S		1,513	D	\$ 59.501 87,785.768 (1)
Common Stock	02/21/2012		M		2,709	A	\$ 53.67 90,494.768
Common Stock	02/21/2012		S		2,564	D	\$ 59.498 87,930.768 (2)

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Common Stock	02/21/2012	M	13,794	A	\$ 56.23	101,724.768	D	
Common Stock	02/21/2012	S	13,383	D	\$ 59.446 <u>(3)</u>	88,341.768	D	
Common Stock	02/21/2012	A <sup>(4)</sup>	41,210.168	A	\$ 0	129,551.936	D	
Common Stock	02/21/2012	F	18,144	D	\$ 59.49	111,407.936	D	
Common Stock						567.632	I	401(k) Plan
Common Stock						40	I	By Son

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)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 53.67	02/21/2012		M	1,597	10/16/2007	03/22/2012	Common Stock	1,597
Stock Options (Right to Buy)	\$ 53.67	02/21/2012		M	2,709	10/27/2007	03/22/2012	Common Stock	2,709
Stock Options (Right to Buy)	\$ 56.23	02/21/2012		M	13,794	11/08/2007	03/22/2012	Common Stock	13,794

