

TRAVELERS COMPANIES, INC.
 Form 4
 January 25, 2013

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

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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 *
RUSSELL DOUGLAS K

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)
01/24/2013

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

**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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	01/24/2013		M		3,785	A	\$ 52.76 25,502.672 D
Common Stock	01/24/2013		S		3,785	D	\$ 78.089 21,717.672 D (1)
Common Stock	01/24/2013		M		3,152	A	\$ 47.23 24,869.672 D
Common Stock	01/24/2013		S		3,152	D	\$ 78.095 21,717.672 D (2)

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Common Stock	01/24/2013	M	3,196	A	\$ 39.19	24,913.672	D	
Common Stock	01/24/2013	S	3,196	D	\$ <u>78.096</u> ⁽³⁾	21,717.672	D	
Common Stock	01/24/2013	S	2,500	D	\$ 78.303	19,217.672	D	
Common Stock						307.295	I	401(k) Plan

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

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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)

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. Amount or Number of Shares
Stock Options (Right to Buy)	\$ 52.76	01/24/2013		M	3,785	02/06/2010 02/06/2017	Common Stock	3,785
Stock Options (Right to Buy)	\$ 47.23	01/24/2013		M	3,152	02/05/2011 02/05/2018	Common Stock	3,152
Stock Options (Right to Buy)	\$ 39.19	01/24/2013		M	3,196	02/03/2012 02/03/2019	Common Stock	3,196

