

ST PAUL TRAVELERS COMPANIES INC
 Form 4
 January 06, 2006

FORM 4

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

OMB APPROVAL

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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 *
BENET JAY S

2. Issuer Name and Ticker or Trading Symbol
ST PAUL TRAVELERS COMPANIES INC [STA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
01/06/2006

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Vice Chairman and CFO

THE ST. PAUL 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					
Common Stock	01/06/2006		M	V	1,265	A	\$ 39.09	72,771	D	
Common Stock	01/06/2006		F		1,133	D	\$ 46.95	71,638	D	
Common Stock								377.1215	I	401(k) 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. 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)	\$ 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 64,090
Stock Options (Right to buy)	\$ 42.69					03/22/2003 03/22/2012	Common Stock 86,680

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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	Relationships			
	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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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