

ST PAUL TRAVELERS COMPANIES INC  
 Form 4  
 May 05, 2005

**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 \*  
 DISHAROON LESLIE B

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)  
 05/03/2005

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock                    | 05/03/2005                           |  | A                              | (A) or (D)<br>A   | 1,390<br>(1) \$ 35.98   | 21,229.44 (2) D  |                                   |
| Common Stock                    |                                      |  |                                |   | 478   | I  | By spouse                         |

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

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SEC 1474 (9-02)

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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)               | \$ 35.98   | 05/03/2005                           |  | A                              | 4,237   | 05/03/2006 <sup>(3)</sup>                                | 05/03/2015  | Common Stock | 4,237                      |
| Stock Options (Right to buy)               | \$ 37.4  |                                      |  |                                |   | 07/28/2005   | 07/28/2014  | Common Stock | 3,889                      |
| Stock Options (Right to buy)               | \$ 37.87   |                                      |  |                                |   | 04/24/2004   | 04/24/2013  | Common Stock | 2,167                      |
| Stock Options (Right to buy)               | \$ 42.53   |                                      |  |                                |   | 07/12/2003   | 07/12/2012  | Common Stock | 2,167                      |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| DISHAROON LESLIE B<br>THE ST. PAUL TRAVELERS COMPANIES, INC.<br>385 WASHINGTON STREET<br>ST. PAUL, MN 55102 | X             |           |         |       |

## Signatures

Anthony M. Pepper,  
Attorney-in-Fact

05/05/2005

\*\*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).

These are deferred common stock units acquired pursuant to the Company's 2004 Stock Incentive Plan that vest one year after the date of grant and are converted into shares of Company common stock on a one-for-one basis upon distribution. Distribution of shares of

(1) common stock occurs six months after a director's service on the Board terminates, or upon a later date or dates designated by the director if he or she has elected to further defer receipt of shares pursuant to the Company's Deferred Compensation Plan for Non-Employee Directors.

Includes (1) the 1,390 shares of deferred common stock units being reported, (2) 5,663.15 shares of deferred, unissued Common Stock previously granted pursuant to the Travelers Property Casualty Corp. Compensation Plan for Non-Employee Directors, (3) 3,663.11

(2) shares of deferred common stock units previously granted pursuant to the Company's Deferred Compensation Plan for Non-Employee Directors, and (4) shares of deferred common stock units acquired pursuant to dividend reinvestment features of those plans which will be distributed as described in footnote 1 above.

(3) Option becomes fully exercisable one year after the date of grant.

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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