

ST PAUL TRAVELERS COMPANIES INC
 Form 4
 February 08, 2006

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 *
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)
THE ST. PAUL TRAVELERS COMPANIES, INC., 385 WASHINGTON STREET

3. Date of Earliest Transaction (Month/Day/Year)
02/06/2006

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

(Street)
ST. PAUL, MN 55102

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

(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	02/06/2006		A	(A) or (D) Code V Amount Price A 18,929 (1) A \$ 0	87,944	D	
Common Stock					491.35	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)

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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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Performance Shares	(2)	02/06/2006		A	13,480 (2)	(2) 12/31/2008	Common Stock 13,480 (2)
Stock Options (Right to buy)	\$ 23.64					04/01/2004 06/30/2007	Common Stock 16,000
Stock Options (Right to buy)	\$ 34.17					04/01/2004 06/30/2008	Common Stock 11,000
Stock Options (Right to buy)	\$ 36.97					01/25/2007 01/25/2015	Common Stock 44,400
Stock Options (Right to buy)	\$ 36.97					01/25/2009 01/26/2015	Common Stock 73,400
Stock Options (Right to buy)	\$ 38.43					06/30/2000 06/30/2009	Common Stock 10,000
Stock Options (Right to buy)	\$ 40.87					07/13/2004 11/02/2008	Common Stock 36,000
Stock Options (Right to buy)	\$ 42.55					04/27/2006 04/27/2014	Common Stock 64,000
Stock Options (Right to buy)	\$ 42.69					03/22/2003 03/22/2012	Common Stock 86,600

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buy)

Stock Options (Right to buy)	\$ 44.63	02/03/2006	11/02/2008	Common Stock	73
Stock Options (Right to buy)	\$ 45.14	02/23/2006	11/02/2008	Common Stock	4,30
Stock Options (Right to buy)	\$ 46.23	05/11/2006	11/02/2008	Common Stock	4,92
Stock Options (Right to buy)	\$ 46.95	07/06/2006	09/24/2007	Common Stock	1,13
Stock Options (Right to buy)	\$ 49.42	07/18/2001	04/18/2010	Common Stock	17,2
Stock Options (Right to buy)	\$ 55.26	04/01/2004	09/24/2007	Common Stock	1,03
Stock Options (Right to buy)	\$ 55.26	04/01/2004	11/02/2008	Common Stock	4,50
Stock Options (Right to buy)	\$ 55.71	04/01/2004	09/24/2007	Common Stock	1,08
Stock Options (Right to buy)	\$ 55.71	04/01/2004	11/02/2008	Common Stock	4,70
Stock Options (Right to buy)	\$ 59.08	07/16/2002	01/16/2011	Common Stock	15,7
Stock Options (Right to buy)	\$ 61.31	04/01/2004	09/24/2007	Common Stock	96

