

ST PAUL TRAVELERS COMPANIES INC
 Form 4
 August 24, 2005

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

3. Date of Earliest Transaction (Month/Day/Year)
08/23/2005

____ 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)
				(A) or (D) Code V Amount Price			
Common Stock	08/23/2005		M	4,861 A \$ 37.61	75,106	D	
Common Stock	08/23/2005		F	4,306 D \$ 45.14	70,800	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)	\$ 37.98					04/01/2004 10/27/2005	Common Stock 631
Stock Options (Right to buy)	\$ 38.43					06/30/2000 06/30/2009	Common Stock 104
Stock Options (Right to buy)	\$ 38.47					04/01/2004 11/02/2008	Common Stock 5,567
Stock Options (Right to buy)	\$ 39.09					04/01/2004 09/24/2007	Common Stock 1,265

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buy)

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

64,096

Stock

Options
(Right to
buy)

\$ 42.69

03/22/2003

03/22/2012

Common
Stock

86,680

Stock

Options
(Right to
buy)

\$ 44.63

02/03/2006

11/02/2008

Common
Stock

738

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

10/27/2005

Common
Stock

634

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	10/27/2005	Common Stock	1,187
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)	\$ 37.61	08/23/2005	M	4,861	05/03/2004	11/02/2008	Common Stock	4,861
Stock Options (Right to buy)	\$ 45.14	08/23/2005	A	4,306	02/23/2006	11/02/2008	Common Stock	4,306

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 08/24/2005

**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).

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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