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ST PAUL TRAVELERS COMPANIES INC

Form 4 May 10, 2005

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

gton, D.C. 20549

Number:

S.IN PENELICIAL OWNERSHIP OF

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BESSETTE ANDY F			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) 385 WASHII	(First) NGTON ST	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/06/2005	Director 10% Owner Officer (give title Other (specify below) below) EVP & Chief Admin. Officer			
ST. PAUL, N	(Street) AN 55102		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Toble I Non Derivetive Securities As	equired Disposed of or Ronoficially Owner			

(City)	(State)	Tabl	e I - Non-D	Derivative S	Securi	ties Acqu	iired, Disposed of	, or Beneficiall	y 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. Securit on(A) or Dis (Instr. 3, 4)	sposed	of (D)	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)
Common Stock	05/06/2005		M	10,785	A	\$ 30.94	28,707	D	
Common Stock	05/06/2005		F	9,423	D	\$ 38.09	19,284 (1)	D	

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. Transactio Code (Instr. 8)	5. Number of orDerivative 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 Underlying Securitie (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shar
Stock Option (Right to Buy)	\$ 30.94	05/06/2005		M		10,785	04/01/2004	02/04/2013	Common Stock	10,78
Stock Option (Right to buy)	\$ 38.09	05/06/2005		A	9,423		05/06/2006	02/04/2013	Common Stock	9,42

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BESSETTE ANDY F 385 WASHINGTON STREET ST. PAUL, MN 55102

EVP & Chief Admin. Officer

Signatures

Bruce A. Backberg, by power of attorney

05/10/2005

**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).
- The Reporting Person indirectly owns 27 common shares through an employee benefit plan. In addition, the Reporting Person indirectly owns preferred shares through an employee benefit plan that are convertible into 897 common shares or cash at the option of the Reporting Person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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