

ST PAUL TRAVELERS COMPANIES INC
 Form 4
 February 16, 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 *
 LACHER JOSEPH P JR

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)
 02/14/2005

____ Director
 Officer (give title below) _____ 10% Owner
 _____ Other (specify below)
 Executive Vice President

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 Indirect Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	02/14/2005		F	418 ⁽¹⁾ D \$ 39.105	47,058	D	
Common Stock					185.9483	I	401(k) Plan
Common Stock					47	I	By spouse

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

Persons who respond to the collection of information contained in this form are not SEC 1474 (9-02)

required to respond unless the form displays a currently valid OMB control number.

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)	8. P Der Sec (Ins	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 23.64					06/30/1998	06/30/2007	Common Stock	169
Stock Options (Right to buy)	\$ 34.15					03/24/2005	09/24/2007	Common Stock	460
Stock Options (Right to buy)	\$ 34.17					06/30/1999	06/30/2008	Common Stock	116
Stock Options (Right to buy)	\$ 36					06/01/2004	11/30/2008	Common Stock	943
Stock Options (Right to buy)	\$ 36.71					03/24/2004	09/24/2007	Common Stock	271
Stock Options (Right to buy)	\$ 36.97					01/25/2009	01/25/2015	Common Stock	113,391
Stock Options (Right to buy)	\$ 37.61					05/03/2004	11/02/2008	Common Stock	853

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Stock Options (Right to buy)	\$ 37.98	10/23/2003	10/27/2005	Common Stock	221
Stock Options (Right to buy)	\$ 38.43	06/30/2000	06/30/2009	Common Stock	104
Stock Options (Right to buy)	\$ 38.47	11/15/2003	11/02/2008	Common Stock	742
Stock Options (Right to buy)	\$ 38.54	02/04/2004	09/24/2007	Common Stock	424
Stock Options (Right to buy)	\$ 39.09	11/16/2003	09/24/2007	Common Stock	421
Stock Options (Right to buy)	\$ 40.87	07/13/2004	11/02/2008	Common Stock	96
Stock Options (Right to buy)	\$ 42.55	04/27/2006	04/27/2014	Common Stock	22,434
Stock Options (Right to buy)	\$ 42.69	03/22/2003	03/22/2012	Common Stock	54,175
Stock Options (Right to buy)	\$ 42.7	10/19/2004	09/24/2007	Common Stock	152
Stock Options (Right to buy)	\$ 42.85	10/20/2004	11/30/2008	Common Stock	844
Stock Options (Right to buy)	\$ 49.42	07/18/2001	04/18/2010	Common Stock	14,387
	\$ 51.44	05/02/2002	11/02/2008		726

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Stock Options (Right to buy)				Common Stock	
Stock Options (Right to buy)	\$ 52.4	06/30/2001	06/30/2010	Common Stock	76
Stock Options (Right to buy)	\$ 53.79	05/30/2002	11/30/2008	Common Stock	753
Stock Options (Right to buy)	\$ 54.66	09/27/2002	10/27/2005	Common Stock	196
Stock Options (Right to buy)	\$ 54.98	05/30/2001	11/30/2008	Common Stock	748
Stock Options (Right to buy)	\$ 55.85	01/24/2002	07/24/2006	Common Stock	512
Stock Options (Right to buy)	\$ 55.99	01/13/2001	02/24/2006	Common Stock	3,325
Stock Options (Right to buy)	\$ 55.99	01/13/2001	07/24/2006	Common Stock	1,533
Stock Options (Right to buy)	\$ 57.49	05/02/2001	11/02/2008	Common Stock	690
Stock Options (Right to buy)	\$ 59.08	07/16/2002	01/16/2011	Common Stock	8,992
Stock Options (Right to buy)	\$ 59.22	01/24/2001	07/24/2006	Common Stock	504
	\$ 59.5	03/27/2001	10/27/2005		419

Stock
Options
(Right to
buy)

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LACHER JOSEPH P JR THE ST. PAUL TRAVELERS COMPANIES, INC. 385 WASHINGTON STREET ST. PAUL, MN 55102			Executive Vice President	

Signatures

Anthony M. Pepper,
Attorney-in-Fact

02/16/2005

__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).

(1) Shares of common stock withheld to pay taxes upon vesting of previously awarded shares of restricted stock.

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.