

TRAVELERS COMPANIES, INC.

Form 8-K

December 11, 2009

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **December 9, 2009**

The Travelers Companies, Inc.

(Exact name of registrant as specified in its charter)

Minnesota

(State or other jurisdiction of
incorporation)

001-10898

(Commission File Number)

41-0518860

(IRS Employer Identification
Number)

485 Lexington Avenue

New York, New York

(Address of principal executive offices)

10017

(Zip Code)

(917) 778-6000

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

- (d) On December 9, 2009, the Board of Directors of The Travelers Companies, Inc. (Travelers) elected Donald J. Shepard as a director. Mr. Shepard has also been appointed as a member of the Compensation and Nominating and Governance Committees of the Board of Directors. Mr. Shepard is the former chairman of the executive board and chief executive officer of AEGON N.V.

In connection with his service as a non-employee director, Mr. Shepard will receive compensation in accordance with Travelers Current Director Compensation Program described in Exhibit 10.26 to Travelers Form 10-K filed on February 19, 2009.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 11, 2009

THE TRAVELERS COMPANIES, INC.

By:	/s/ Matthew S. Furman	
	Name:	Matthew S. Furman
	Title:	Senior Vice President