

TRAVELERS COMPANIES, INC.
Form 8-K
May 30, 2018

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): **May 23, 2018**

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 No.)

485 Lexington Avenue

10017

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New York, New York
(Address of principal executive offices)

(Zip Code)

(917) 778-6000

(Registrant's telephone number, including area code)

Not Applicable

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

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07. Submission of Matters to a Vote of Security Holders.

The Travelers Companies, Inc. held its annual meeting of shareholders on May 23, 2018. For more information on the following proposals submitted to shareholders, see The Travelers Companies, Inc.'s definitive proxy statement dated April 6, 2018. Below are the final voting results.

Item 1 Election of Directors

| Name | Votes For | Votes Against | Votes Abstained | Broker Non-Votes |
|-----------------------|-------------|---------------|-----------------|------------------|
| Alan L. Beller | 205,843,150 | 3,931,822 | 407,304 | 30,753,154 |
| John H. Dasburg | 201,257,488 | 8,462,047 | 462,741 | 30,753,154 |
| Janet M. Dolan | 202,860,321 | 6,954,955 | 367,000 | 30,753,154 |
| Kenneth M. Duberstein | 196,539,570 | 13,247,973 | 394,733 | 30,753,154 |
| Patricia L. Higgins | 205,074,746 | 4,744,545 | 362,985 | 30,753,154 |
| William J. Kane | 208,973,106 | 804,743 | 404,427 | 30,753,154 |
| Clarence Otis Jr. | 205,495,661 | 4,284,665 | 401,950 | 30,753,154 |
| Philip T. Ruegger III | 206,786,957 | 2,994,139 | 401,180 | 30,753,154 |
| Todd C. Schermerhorn | 208,834,925 | 919,960 | 427,391 | 30,753,154 |
| Alan D. Schnitzer | 199,269,220 | 7,931,672 | 2,981,384 | 30,753,154 |
| Donald J. Shepard | 206,053,983 | 3,731,755 | 396,538 | 30,753,154 |
| Laurie J. Thomsen | 204,272,535 | 5,535,211 | 374,530 | 30,753,154 |

Item 2 Ratification of Independent Registered Public Accounting Firm

| Votes For | Votes Against | Votes Abstained | Broker Non-Votes |
|-------------|---------------|-----------------|------------------|
| 235,488,980 | 4,958,145 | 488,305 | 0 |

Item 3 Non-Binding Vote to Approve Executive Compensation

| Votes For | Votes Against | Votes Abstained | Broker Non-Votes |
|-------------|---------------|-----------------|------------------|
| 177,663,162 | 31,568,390 | 950,724 | 30,753,154 |

Item 4 Shareholder Proposal Relating to a Diversity Report, Including EEOC Data

| Votes For | Votes Against | Votes Abstained | Broker Non-Votes |
|------------|---------------|-----------------|------------------|
| 72,468,984 | 126,739,733 | 10,973,559 | 30,753,154 |

SIGNATURES

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

Date: May 30, 2018

THE TRAVELERS COMPANIES, INC.

By:

/s/ Kenneth F. Spence III

Name: Kenneth F. Spence III

Title: Executive Vice President and General Counsel