

TRAVELERS COMPANIES, INC.
Form 8-K
October 27, 2010

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): **October 27, 2010**

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

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(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))
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Item 8.01 Other Events.

On October 27, 2010, The Travelers Companies, Inc. issued a news release announcing the commencement of a tender offer for any and all of its 6.25% Fixed-to-Floating Rate Junior Subordinated Debentures due 2067 and a consent solicitation relating to its 6.75% Senior Notes due 2036. A copy of the news release is attached hereto as Exhibit 99.1. Concurrently with the commencement of the tender offer and consent solicitation, The Travelers Companies, Inc. commenced an offering of senior notes, the proceeds of which will be used for general corporate purposes, including to fund the consummation of the tender offer. Proceeds from the offering of senior notes may also be used to pay a portion of outstanding debt as it matures over the next few years.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

| Exhibit No. | Description |
|--------------------|--------------------------------------|
| 99.1 | News Release, dated October 27, 2010 |

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: October 27, 2010

THE TRAVELERS COMPANIES, INC.

By:

/s/ Matthew S. Furman

Name: Matthew S. Furman

Title: Senior Vice President