

TRAVELERS COMPANIES, INC.  
Form SC 13G/A  
February 12, 2019

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Schedule 13G

Under the Securities Exchange Act of 1934

(Amendment No.: 4 )\*

Name of issuer: Travelers Cos Inc/The

Title of Class of Securities: Common Stock

CUSIP Number: 89417E109

Date of Event Which Requires Filing of this Statement: December 31, 2018

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

( ) Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on the following page(s))

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13G

CUSIP No.: 89417E109

1. NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

The Vanguard Group - 23-1945930

2. CHECK THE APPROPRIATE [LINE] IF A MEMBER OF A GROUP

A.

B.

3. SEC USE ONLY

4. CITIZENSHIP OF PLACE OF ORGANIZATION

Pennsylvania

(For questions 5-8, report the number of shares beneficially owned by each reporting person with:)

5. SOLE VOTING POWER

311,759

6. SHARED VOTING POWER

78,877

7. SOLE DISPOSITIVE POWER

22,153,014

8. SHARED DISPOSITIVE POWER

384,775

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

22,537,789

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

N/A

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

8.51%

12. TYPE OF REPORTING PERSON

IA

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Act of 1934

Check the following [line] if a fee is being paid with this statement N/A

Item 1(a) - Name of Issuer:

Travelers Cos Inc/The

Item 1(b) - Address of Issuer's Principal Executive Offices:

485 Lexington Avenue

New York, NY 10017

Item 2(a) - Name of Person Filing:

The Vanguard Group - 23-1945930

Item 2(b) - Address of Principal Business Office or, if none, residence:

100 Vanguard Blvd.

Malvern, PA 19355

Item 2(c) – Citizenship:

Pennsylvania

Item 2(d) - Title of Class of Securities:

Common Stock

Item 2(e) - CUSIP Number

89417E109

Item 3 - Type of Filing:

This statement is being filed pursuant to Rule 13d-1. An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E).

Item 4 - Ownership:

(a) Amount Beneficially Owned:

22,537,789

(b) Percent of Class:

8.51%

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(c) Number of shares as to which such person has:

(i) sole power to vote or direct to vote: 311,759

(ii) shared power to vote or direct to vote: 78,877

(iii) sole power to dispose of or to direct the disposition of: 22,153,014

(iv) shared power to dispose or to direct the disposition of: 384,775

Comments:

Item 5 - Ownership of Five Percent or Less of a Class:

Not Applicable

Item 6 - Ownership of More Than Five Percent on Behalf of Another Person:

Not applicable

Item 7 - Identification and Classification of the Subsidiary Which Acquired The Security Being Reported on by the Parent Holding Company:

See Attached Appendix A

Item 8 - Identification and Classification of Members of Group:

Not applicable

Item 9 - Notice of Dissolution of Group:

Not applicable

Item 10 - Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: 02/11/2019

By /s/ Christine M. Buchanan

Name: Christine M. Buchanan

Title: Principal

Appendix A

Vanguard Fiduciary Trust Company ("VFTC"), a wholly-owned subsidiary of The Vanguard Group, Inc., is the beneficial owner of 228,351 shares or .08% of the Common Stock outstanding of the Company as a result of its serving as investment manager of collective trust accounts.

Vanguard Investments Australia, Ltd. ("VIA"), a wholly-owned subsidiary of The Vanguard Group, Inc., is the beneficial owner of 236,697 shares or .08% of the Common Stock outstanding of the Company as a result of its serving as investment manager of Australian investment offerings.

>Level 3 Medtronic, Inc. common stock \$595,926 \$595,926 \$— \$— Medtronic GIC 420,105 — 420,105 — Total assets  
at fair value \$1,016,031 \$595,926 \$420,105 \$—

**The Medtronic Puerto Rico Employees' Savings and Investment Plan**

**Notes to Financial Statements (in 000's)**

**6. Related Party Transactions**

The Plan's investments consist of the Plan's interest in Medtronic, Inc. Master Trust and shares of registered investment companies managed by the Plan's Trustee. All investment transactions are managed by the Trustee and qualify as party-in-interest transactions, which are exempt from the prohibited transactions rules. These transactions are allowed by the Plan and the Puerto Rico Internal Revenue Code of 1994 (the Code). In addition, as previously noted, the Medtronic, Inc. Master Trust Fund invests in the common stock of the Parent Company.

During the year ended April 30, 2012, the Plan had transactions with Vanguard Trust, the Plan's Recordkeeper, which are allowed by the Plan and the Code. These transactions qualify as party-in-interest transactions, which are exempt from prohibited transactions rules.

**7. Reconciliation of Financial Statements to Form 5500**

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

	April 30,	
	2012	2011
Net assets available for benefits per the financial statements	\$78,300	\$70,770
Differences in:		
Investments	2,850	2,245
Notes from participants	(2,850 )	(2,245 )
Adjustment from fair value to contract value relating to fully benefit-responsive investment contracts	1,376	1,201
Net assets available for benefits per the Form 5500	\$79,676	\$71,971

The following is a reconciliation of the net increase in net assets available for benefits per the financial statements to the net income per the Form 5500:

	Year Ended April 30, 2012
Net increase per the financial statements	\$7,530
Add: Adjustment from fair value to contract value relating to fully benefit-responsive investment contracts at April 30, 2012	1,376
Less: Adjustment from fair value to contract value relating to fully benefit-responsive investment contracts at April 30, 2011	(1,201)
Net income per the Form 5500	\$7,705

Fully benefit-responsive GICs are recorded on Form 5500 at fair value as of April 30, 2012 and 2011 while in the Plan's financial statements these investments are presented at fair value with an adjustment to contract value.

**The Medtronic Puerto Rico Employees' Savings and Investment Plan**

**Notes to Financial Statements (in 000's)**

**8.**

**Tax Status**

The Plan received a favorable determination letter from the Puerto Rico Treasury Department dated April 23, 2008. The Puerto Rico Treasury Department has determined that the Plan and the related trust are designed in accordance with Section 1165 (a) of the Code and are, therefore, exempt from Puerto Rico income taxes. Although the Plan has been amended since receiving the determination letter, the Plan Administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

U.S. GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Puerto Rico Treasury Department. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2008.

## SUPPLEMENTAL SCHEDULE

**The Medtronic Puerto Rico Employees' Savings and Investment Plan****Schedule H, line 4i – Schedule of Assets (Held at End of Year)****April 30, 2012****(in 000's)**

Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
* Vanguard Wellington Fund	Registered Investment Company	**	\$5,969
* Vanguard Institutional Index Fund	Registered Investment Company	**	4,680
* Vanguard Total Bond Market Index Fund	Registered Investment Company	**	3,597
* Vanguard International Growth Fund	Registered Investment Company	**	1,278
* Vanguard Extended Market Index Fund	Registered Investment Company	**	1,053
* Vanguard Windsor II Fund	Registered Investment Company	**	997
* Vanguard PRIMECAP Fund	Registered Investment Company	**	946
* Vanguard Explorer Fund	Registered Investment Company	**	878
* Vanguard Morgan Growth Fund	Registered Investment Company	**	507
* Vanguard Inflation-Protected Securities Fund	Registered Investment Company	**	251
* Vanguard Prime Money Market Fund	Registered Investment Company	**	144
Total Registered Investment Companies			20,300
* Target Retirement 2035 Trust II	Collective Trust	**	3,867
* Target Retirement 2040 Trust II	Collective Trust	**	3,194
* Target Retirement 2025 Trust II	Collective Trust	**	2,976
* Target Retirement 2030 Trust II	Collective Trust	**	2,748
* Target Retirement 2045 Trust II	Collective Trust	**	2,616
* Target Retirement 2050 Trust II	Collective Trust	**	2,158
* Target Retirement 2020 Trust II	Collective Trust	**	1,750
* Target Retirement 2015 Trust II	Collective Trust	**	991
* Target Retirement Income Trust II	Collective Trust	**	223
* Target Retirement 2010 Trust II	Collective Trust	**	181
* Target Retirement 2055 Trust II	Collective Trust	**	51
* Target Retirement 2060 Trust II	Collective Trust	**	3
Total Collective Trusts			20,758
* Plan's interest in Medtronic, Inc. Master Trust Fund		**	34,808
* Notes from participants	Interest at 3.25% to 8.25% due at various dates through May 2017	**	2,850
			\$78,716
* Denotes party-in-interest			

\*\* Cost information is excluded, as it is not required for participant-directed investments