

Edgar Filing: ST PAUL COMPANIES INC /MN/ - Form 5

ST PAUL COMPANIES INC /MN/
Form 5
February 14, 2003

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

- Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
 Form 3 Holdings Reported
 Form 4 Transactions Reported

1. Name and Address of Reporting Person*

Fishman	Jay	S.
(Last)	(First)	(Middle)
385 WASHINGTON STREET		
	(Street)	
ST. PAUL	MN	55102-1396
(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

THE ST. PAUL COMPANIES, INC. (SPC)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Day/Year

December 31, 2002

*If the form is filled by more than one reporting person, see Instruction 4(b)(v).

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5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

- Director 10% Owner
 Officer (give title below) Other (specify below)

Title if applicable: Chairman, Chief Executive Officer and President

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1.	Exer- cise Price of Deriv- ative Security (Instr. 3)	3. Trans- action Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/Year)	4. Trans- action Code (Instr. 3, 4 and 5)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D)	Date Exercisable and Expiration Date (Month/Day/Year)	Date Expira- tion Date	Securities (Instr. 3 and 4)	Amount or Number of Shares
Stock Option (Right to Buy)	\$44.21	02/05/02		A	12,245	(1) 02/04/12		Common Stock	12,245

Explanation of Responses:

(1) These stock options become exercisable in four equal annual installments, commencing one year

By: /s/ Jay S. Fishman

021403

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.
If space provided is insufficient, see Instruction 6 for procedure.

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