

TRAVELERS COMPANIES, INC.

Form 10-Q

October 21, 2010

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 10-Q

**x QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE
ACT OF 1934**

For the quarterly period ended September 30, 2010

or

**o TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE
ACT OF 1934**

For the transition period from _____ to _____

Commission file number: 001-10898

The Travelers Companies, Inc.

(Exact name of registrant as specified in its charter)

Minnesota
(State or other jurisdiction of
incorporation or organization)

41-0518860
(I.R.S. Employer
Identification No.)

485 Lexington Avenue

New York, NY 10017

(Address of principal executive offices) (Zip Code)

(917) 778-6000

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act:

Large accelerated filer <input checked="" type="checkbox"/>	Accelerated filer <input type="checkbox"/>
Non-accelerated filer <input type="checkbox"/> (Do not check if a smaller reporting company)	Smaller reporting company <input type="checkbox"/>

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Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

The number of shares of the Registrant's Common Stock, without par value, outstanding at October 15, 2010 was 459,043,898.

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The Travelers Companies, Inc.

Quarterly Report on Form 10-Q

For Quarterly Period Ended September 30, 2010

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CONSOLIDATED STATEMENT OF INCOME (Unaudited)**

(in millions, except per share amounts)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2010	2009	2010	2009
Revenues				
Premiums	\$ 5,422	\$ 5,421	\$ 15,992	\$ 16,075
Net investment income	735	763	2,250	1,963
Fee income	64	72	219	234
Net realized investment gains (losses)	226	29	220	(172)
Other revenues	35	42	99	124
Total revenues	6,482	6,327	18,780	18,224
Claims and expenses				
Claims and claim adjustment expenses	3,213	3,123	10,020	9,648
Amortization of deferred acquisition costs	966	967	2,845	2,864
General and administrative expenses	837	889	2,516	2,510
Interest expense	95	98	290	284
Total claims and expenses	5,111	5,077	15,671	15,306
Income before income taxes	1,371	1,250	3,109	2,918
Income tax expense	366	315	787	581
Net income	\$ 1,005	\$ 935	\$ 2,322	\$ 2,337
Net income per share				
Basic	\$ 2.14	\$ 1.66	\$ 4.73	\$ 4.05
Diluted	\$ 2.11	\$ 1.65	\$ 4.68	\$ 4.02
Weighted average number of common shares outstanding				
Basic	465.9	558.4	486.1	572.8
Diluted	472.0	564.1	492.3	577.5

Three Months Ended
September 30,Nine Months Ended
September 30,

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	2010	2009	2010	2009
Net Realized Investment Gains (Losses)				
Other-than-temporary impairment losses:				
Total gains (losses)	\$ 8	\$ (43)	\$ 9	\$ (302)
Portion recognized in accumulated other changes in equity from nonowner sources	(14)	24	(29)	69
Other-than-temporary impairment losses	(6)	(19)	(20)	(233)
Other net realized investment gains	232	48	240	61
Net realized investment gains (losses)	\$ 226	\$ 29	\$ 220	\$ (172)

See notes to consolidated financial statements (unaudited).

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THE TRAVELERS COMPANIES, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEET

(in millions)

	September 30, 2010 (Unaudited)	December 31, 2009
Assets		
Fixed maturities, available for sale, at fair value (including \$210 and \$90 subject to securities lending) (amortized cost \$61,028 and \$63,311)	\$ 65,427	\$ 65,847
Equity securities, available for sale, at fair value (cost \$374 and \$373)	506	451
Real estate	843	865
Short-term securities	4,981	4,852
Other investments	2,960	2,950
Total investments	74,717	74,965
Cash	298	255
Investment income accrued	771	825
Premiums receivable	5,696	5,471
Reinsurance recoverables	12,060	12,816
Ceded unearned premiums	952	916
Deferred acquisition costs	1,840	1,758
Deferred tax asset		672
Contractholder receivables	5,517	5,797
Goodwill	3,365	3,365
Other intangible assets	522	588
Other assets	2,416	2,132
Total assets	\$ 108,154	\$ 109,560
Liabilities		
Claims and claim adjustment expense reserves	\$ 51,973	\$ 53,127
Unearned premium reserves	11,272	10,861
Contractholder payables	5,517	5,797
Payables for reinsurance premiums	553	546
Deferred tax liability	62	
Debt	6,252	6,527
Other liabilities	5,230	5,287
Total liabilities	80,859	82,145
Shareholders equity		
Preferred Stock Savings Plan convertible preferred stock (0.2 shares issued and outstanding)	70	79
Common stock (1,748.6 shares authorized; 460.5 and 520.3 shares issued and outstanding)	19,980	19,593
Retained earnings	18,118	16,315
Accumulated other changes in equity from nonowner sources	2,372	1,219
Treasury stock, at cost (267.4 and 199.6 shares)	(13,245)	(9,791)
Total shareholders equity	27,295	27,415
Total liabilities and shareholders equity	\$ 108,154	\$ 109,560

See notes to consolidated financial statements (unaudited).

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THE TRAVELERS COMPANIES, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY (Unaudited)

(in millions)

For the nine months ended September 30,	2010	2009
Convertible preferred stock savings plan		
Balance, beginning of year	\$ 79	\$ 89
Redemptions during period	(9)	(8)
Balance, end of period	70	81
Common stock		
Balance, beginning of year	19,593	19,242
Employee share-based compensation	276	94
Compensation amortization under share-based plans and other changes	111	97
Balance, end of period	19,980	19,433
Retained earnings		
Balance, beginning of year	16,315	13,314
Cumulative effect of adoption of updated accounting guidance at April 1, 2009		71
Net income	2,322	2,337
Dividends	(515)	(521)
Other	(4)	7
Balance, end of period	18,118	15,208
Accumulated other changes in equity from nonowner sources, net of tax		
Balance, beginning of year	1,219	(900)
Cumulative effect of adoption of updated accounting guidance at April 1, 2009		(71)
Change in net unrealized gain (loss) on investment securities:		
Having no credit losses recognized in the consolidated statement of income	1,061	2,348
Having credit losses recognized in the consolidated statement of income	68	103
Net change in unrealized foreign currency translation and other changes	24	177
Balance, end of period	2,372	1,657
Treasury stock (at cost)		
Balance, beginning of year	(9,791)	(6,426)
Treasury shares acquired share repurchase authorization	(3,400)	(1,750)
Net shares acquired related to employee share-based compensation plans	(54)	(43)
Balance, end of period	(13,245)	(8,219)
Total common shareholders' equity	27,225	28,079
Total shareholders' equity	\$ 27,295	\$ 28,160
Common shares outstanding		
Balance, beginning of year	520.3	585.1
Treasury shares acquired share repurchase authorization	(66.8)	(39.3)
Net shares issued under employee share-based compensation plans	7.0	2.1

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Balance, end of period		460.5		547.9
Summary of changes in equity from nonowner sources				
Net income		\$	2,322	\$ 2,337
Other changes in equity from nonowner sources, net of tax			1,153	2,628
Total changes in equity from nonowner sources		\$	3,475	\$ 4,965

See notes to consolidated financial statements (unaudited).

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THE TRAVELERS COMPANIES, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF CASH FLOWS (Unaudited)

(in millions)

For the nine months ended September 30,	2010	2009
Cash flows from operating activities		
Net income	\$ 2,322	\$ 2,337
Adjustments to reconcile net income to net cash provided by operating activities:		
Net realized investment (gains) losses	(220)	172
Depreciation and amortization	608	602
Deferred federal income tax expense	149	46
Amortization of deferred acquisition costs	2,845	2,864
Equity in (income) loss from other investments	(161)	211
Premiums receivable	(228)	88
Reinsurance recoverables	754	893
Deferred acquisition costs	(2,928)	(2,915)
Claims and claim adjustment expense reserves	(1,112)	(799)
Unearned premium reserves	418	252
Other	(55)	(547)
Net cash provided by operating activities	2,392	3,204
Cash flows from investing activities		
Proceeds from maturities of fixed maturities	3,881	3,769
Proceeds from sales of investments:		
Fixed maturities	3,281	2,206
Equity securities	157	37
Real estate	10	
Other investments	426	217
Purchases of investments:		
Fixed maturities	(5,167)	(6,350)
Equity securities	(29)	(22)
Real estate	(15)	(12)
Other investments	(373)	(262)
Net purchases of short-term securities	(66)	(1,345)
Securities transactions in course of settlement	(240)	588
Other	(220)	(271)
Net cash provided by (used in) investing activities	1,645	(1,445)
Cash flows from financing activities		
Payment of debt	(275)	(143)
Issuance of debt		494
Dividends paid to shareholders	(512)	(518)
Issuance of common stock employee share options	267	76
Treasury stock acquired share repurchase authorization	(3,441)	(1,720)
Treasury stock acquired net employee share-based compensation	(40)	(29)
Excess tax benefits from share-based payment arrangements	6	4
Net cash used in financing activities	(3,995)	(1,836)
Effect of exchange rate changes on cash	1	13

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Net increase (decrease) in cash		43		(64)
Cash at beginning of year		255		350
Cash at end of period	\$	298	\$	286
Supplemental disclosure of cash flow information				
Income taxes paid	\$	511	\$	573
Interest paid	\$	263	\$	248

See notes to consolidated financial statements (unaudited).

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THE TRAVELERS COMPANIES, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

1. BASIS OF PRESENTATION AND ACCOUNTING POLICIES

Basis of Presentation

The interim consolidated financial statements include the accounts of The Travelers Companies, Inc. (together with its subsidiaries, the Company). These financial statements are prepared in conformity with U.S. generally accepted accounting principles (GAAP) and are unaudited. In the opinion of the Company's management, all adjustments necessary for a fair presentation have been reflected. Certain financial information that is normally included in annual financial statements prepared in accordance with GAAP, but that is not required for interim reporting purposes, has been omitted. All material intercompany transactions and balances have been eliminated. Certain reclassifications have been made to the 2009 interim consolidated financial statements and notes to conform to the 2010 presentation. The accompanying interim consolidated financial statements and related notes should be read in conjunction with the Company's consolidated financial statements and related notes included in the Company's 2009 Annual Report on Form 10-K.

The preparation of the interim consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the interim consolidated financial statements and the reported amounts of revenues and claims and expenses during the reporting period. Actual results could differ from those estimates.

Adoption of Accounting Standards Updates

Amendments to Accounting for Variable Interest Entities

In June 2009, the FASB issued updated guidance on the accounting for variable interest entities that eliminates the concept of a qualifying special-purpose entity and the quantitative-based risks and rewards calculation for determining which company, if any, has a controlling financial interest in a variable interest entity. The updated guidance requires an analysis of whether a company has: (1) the power to direct the activities of a variable interest entity that most significantly impact the entity's economic performance and (2) the obligation to absorb the losses that could potentially be significant to the entity or the right to receive benefits from the entity that could potentially be significant to the entity. An entity is required to be re-evaluated as a variable interest entity when the holders of the equity investment at risk, as a group, lose the power from voting rights or similar rights to direct the activities that most significantly impact the entity's economic performance. Additional disclosures are required about a company's involvement in variable interest entities and an ongoing assessment of whether a company is the primary beneficiary.

The updated guidance is effective for all variable interest entities owned on or formed after January 1, 2010. The adoption of this guidance did not have any effect on the Company's results of operations, financial position or liquidity.

Accounting Standard Not Yet Adopted

Accounting for Costs Associated with Acquiring or Renewing Insurance Contracts

In October 2010, the FASB issued updated guidance to address the diversity in practice for the accounting for costs associated with acquiring or renewing insurance contracts. This guidance modifies the definition of acquisition costs to specify that a cost must be directly related to the successful acquisition of a new or renewal insurance contract in order to be deferred. If application of this guidance would result in the capitalization of acquisition costs that had not previously been capitalized by a reporting entity, the entity may elect not to capitalize those costs.

The updated guidance is effective for periods ending after December 15, 2011. The adoption of this guidance is not expected to have any impact on the Company's results of operations, financial position or liquidity.

Nature of Operations

The Company is organized into three reportable business segments: Business Insurance; Financial, Professional & International Insurance; and Personal Insurance. These segments reflect the manner in which the Company's businesses are currently managed and represent an aggregation of products and services based on type of customer, how the business is marketed and the manner in which risks are underwritten. The specific business segments are as follows:

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THE TRAVELERS COMPANIES, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited), Continued

1. BASIS OF PRESENTATION AND ACCOUNTING POLICIES, Continued

Business Insurance

The Business Insurance segment offers a broad array of property and casualty insurance and insurance-related services to its clients primarily in the United States. Business Insurance is organized into the following six groups, which collectively comprise Business Insurance Core operations: Select Accounts; Commercial Accounts; National Accounts; Industry-Focused Underwriting; Target Risk Underwriting; and Specialized Distribution.

Business Insurance also includes the Special Liability Group (which manages the Company's asbestos and environmental liabilities) and the assumed reinsurance and certain international and other runoff operations, which collectively are referred to as Business Insurance Other.

Financial, Professional & International Insurance

The Financial, Professional & International Insurance segment includes surety and management liability coverages, which primarily use credit-based underwriting processes, as well as property and casualty products that are primarily marketed on a domestic basis in the United Kingdom, the Republic of Ireland and Canada, and on an international basis through Lloyd's. The segment includes the Bond & Financial Products group as well as the International group.

Personal Insurance

The Personal Insurance segment writes virtually all types of property and casualty insurance covering personal risks. The primary coverages in Personal Insurance are automobile and homeowners insurance sold to individuals.

2. SEGMENT INFORMATION

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The following tables summarize the components of the Company's revenues, operating income and total assets by reportable business segments:

(for the three months ended September 30, in millions)	Business Insurance	Financial, Professional & International Insurance	Personal Insurance	Total Reportable Segments
2010				
Premiums	\$ 2,736	\$ 820	\$ 1,866	\$ 5,422
Net investment income	514	110	111	735
Fee income	64			64
Other revenues	10	7	18	35
Total operating revenues (1)	\$ 3,324	\$ 937	\$ 1,995	\$ 6,256
Operating income (1)	\$ 543	\$ 212	\$ 168	\$ 923
2009				
Premiums	\$ 2,768	\$ 861	\$ 1,792	\$ 5,421
Net investment income	529	118	116	763
Fee income	72			72
Other revenues	14	7	20	41
Total operating revenues (1)	\$ 3,383	\$ 986	\$ 1,928	\$ 6,297
Operating income (1)	\$ 668	\$ 167	\$ 149	\$ 984

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THE TRAVELERS COMPANIES, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited), Continued

2. SEGMENT INFORMATION, Continued

(for the nine months ended September 30, in millions)	Business Insurance	Financial, Professional & International Insurance	Personal Insurance	Total Reportable Segments
2010				
Premiums	\$ 8,027	\$ 2,499	\$ 5,466	\$ 15,992
Net investment income	1,579	331	340	2,250
Fee income	219			219
Other revenues	23	20	56	99
Total operating revenues (1)	\$ 9,848	\$ 2,850	\$ 5,862	\$ 18,560
Operating income (1)	\$ 1,677	\$ 470	\$ 246	\$ 2,393
2009				
Premiums	\$ 8,295	\$ 2,472	\$ 5,308	\$ 16,075
Net investment income	1,335	329	299	1,963
Fee income	234			234
Other revenues	32	20	62	114
Total operating revenues (1)	\$ 9,896	\$ 2,821	\$ 5,669	\$ 18,386
Operating income (1)	\$ 1,775	\$ 448	\$ 391	\$ 2,614

(1) Operating revenues for reportable business segments exclude net realized investment gains (losses). Operating income for reportable business segments equals net income excluding the after-tax impact of net realized investment gains (losses) and Interest Expense and Other.

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THE TRAVELERS COMPANIES, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited), Continued

2. SEGMENT INFORMATION, Continued

Business Segment Reconciliations

(in millions)	Three Months Ended September 30,		Nine Months Ended September 30,	
	2010	2009	2010	2009
Revenue reconciliation				
Earned premiums				
Business Insurance:				
Commercial multi-peril	\$ 760	\$ 726	\$ 2,200	\$ 2,171
Workers compensation	642	627	1,847	1,883
Commercial automobile	488	504	1,430	1,473
Property	411	447	1,257	1,339
General liability	435	463	1,293	1,429
Other		1		
Total Business Insurance	2,736	2,768	8,027	8,295
Financial, Professional & International Insurance:				
Fidelity and surety	247	257	780	757
General liability	220	235	668	696
International	319	335	950	920
Other	34	34	101	99
Total Financial, Professional & International Insurance	820	861	2,499	2,472
Personal Insurance:				
Automobile	932	925	2,757	2,768
Homeowners and other	934	867	2,709	2,540
Total Personal Insurance	1,866	1,792	5,466	5,308
Total earned premiums	5,422	5,421	15,992	16,075
Net investment income	735	763	2,250	1,963
Fee income	64	72	219	234
Other revenues	35	41	99	114
Total operating revenues for reportable segments	6,256	6,297	18,560	18,386
Other revenues		1		10

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Net realized investment gains (losses)		226		29		220		(172)
Total consolidated revenues	\$	6,482	\$	6,327	\$	18,780	\$	18,224
Income reconciliation, net of tax								
Total operating income for reportable segments	\$	923	\$	984	\$	2,393	\$	2,614
Interest Expense and Other (1)		(65)		(70)		(214)		(169)
Total operating income		858		914		2,179		2,445
Net realized investment gains (losses)		147		21		143		(108)
Total consolidated net income	\$	1,005	\$	935	\$	2,322	\$	2,337

(1) The primary component of Interest Expense and Other is after-tax interest expense of \$62 million and \$64 million for the three months ended September 30, 2010 and 2009, respectively, and \$189 million and \$185 million for the nine months ended September 30, 2010 and 2009, respectively. The total for the nine months ended September 30, 2009 included a benefit of \$28 million from the favorable resolution of various prior year tax matters.

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(in millions)	September 30, 2010	December 31, 2009
Asset reconciliation:		
Business Insurance	\$ 79,952	\$ 81,705
Financial, Professional & International Insurance	14,269	13,920
Personal Insurance	13,489	13,328
Total assets for reportable segments	107,710	108,953
Other assets (1)	444	607
Total consolidated assets	\$ 108,154	\$ 109,560

(1) The primary component of other assets at September 30, 2010 was other intangible assets. At December 31, 2009, the primary components were other intangible assets and deferred taxes.

3. INVESTMENTS**Fixed Maturities**

The amortized cost and fair value of investments in fixed maturities classified as available for sale were as follows:

(at September 30, 2010, in millions)	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
U.S. Treasury securities and obligations of U.S. Government and government agencies and authorities	\$ 1,986	\$ 125	\$	\$ 2,111
Obligations of states, municipalities and political subdivisions	38,594	2,839	8	41,425
Debt securities issued by foreign governments	1,945	72	1	2,016
Mortgage-backed securities, collateralized mortgage obligations and pass-through securities	4,308	283	48	4,543
All other corporate bonds	14,159	1,165	31	15,293
Redeemable preferred stock	36	3		39

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Total	\$	61,028	\$	4,487	\$	88	\$	65,427
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(at December 31, 2009, in millions)	Amortized Cost	Gross Unrealized Gains	Losses	Fair Value
U.S. Treasury securities and obligations of U.S. Government and government agencies and authorities	\$ 2,490	\$ 85	\$ 1	\$ 2,574
Obligations of states, municipalities and political subdivisions	39,459	1,915	41	41,333
Debt securities issued by foreign governments	1,912	48	3	1,957
Mortgage-backed securities, collateralized mortgage obligations and pass-through securities	5,182	190	165	5,207
All other corporate bonds	14,221	623	116	14,728
Redeemable preferred stock	47	2	1	48
Total	\$ 63,311	\$ 2,863	\$ 327	\$ 65,847

Equity Securities

The cost and fair value of investments in equity securities were as follows:

(at September 30, 2010, in millions)	Cost	Gross Unrealized Gains	Losses	Fair Value
Common stock	\$ 193	\$ 80	\$ 1	\$ 272
Non-redeemable preferred stock	181	57	4	234
Total	\$ 374	\$ 137	\$ 5	\$ 506

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(at December 31, 2009, in millions)	Cost		Gross Unrealized			Fair Value		
			Gains	Losses				
Common stock	\$	175	\$	46	\$	2	\$	219
Non-redeemable preferred stock		198		48		14		232
Total	\$	373	\$	94	\$	16	\$	451

Variable Interest Entities

Entities which do not have sufficient equity at risk to allow the entity to finance its activities without additional financial support or in which the equity investors, as a group, do not have the characteristic of a controlling financial interest are referred to as variable interest entities (VIE). A VIE is consolidated by the variable interest holder that is determined to have the controlling financial interest (primary beneficiary) as a result of having both the power to direct the activities of a VIE that most significantly impact the VIE's economic performance and the obligation to absorb losses or right to receive benefits from the VIE that could potentially be significant to the VIE. The Company determines whether it is the primary beneficiary of an entity subject to consolidation based on a qualitative assessment of the VIE's capital structure, contractual terms, nature of the VIE's operations and purpose and the Company's relative exposure to the related risks of the VIE on the date it becomes initially involved in the VIE. The Company reassesses its VIE determination with respect to an entity on an ongoing basis.

The Company is involved in the normal course of business with VIEs primarily as a passive investor in limited partner equity interests issued by third party VIEs. These include investments in private equity limited partnerships, hedge funds and real estate partnerships where the Company is not related to the general partner. These investments are generally accounted for under the equity method and reported in the Company's consolidated balance sheet as other investments unless the Company is deemed the primary beneficiary. These equity interests generally cannot be redeemed. Distributions from these investments are received by the Company as a result of liquidation of the underlying investments of the funds and/or as income distribution. The Company's maximum exposure to loss with respect to these investments is limited to the investment carrying amounts reported in the Company's consolidated balance sheet and any unfunded commitment. Neither the carrying amounts nor the unfunded commitments related to these VIEs are material.

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The following tables summarize, for all investments in an unrealized loss position at September 30, 2010 and December 31, 2009, the aggregate fair value and gross unrealized losses by length of time those securities have been continuously in an unrealized loss position.

(at September 30, 2010, in millions)	Less than 12 months		12 months or longer		Total	
	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses
Fixed maturities						
U.S. Treasury securities and obligations of U.S. Government and government agencies and authorities	\$	\$	\$	\$	\$	\$
Obligations of states, municipalities and political subdivisions	341	1	70	7	411	8
Debt securities issued by foreign governments	145	1	14		159	1
Mortgage-backed securities, collateralized mortgage obligations and pass-through securities	12	1	552	47	564	48
All other corporate bonds	175	2	307	29	482	31
Redeemable preferred stock			6		6	
Total fixed maturities	673	5	949	83	1,622	88
Equity securities						
Common stock	5	1	5		10	1
Non-redeemable preferred stock	25	1	49	3	74	4
Total equity securities	30	2	54	3	84	5
Total	\$ 703	\$ 7	\$ 1,003	\$ 86	\$ 1,706	\$ 93

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THE TRAVELERS COMPANIES, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited), Continued

3. INVESTMENTS, Continued

(at December 31, 2009, in millions)	Less than 12 months		12 months or longer		Total	
	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses
Fixed maturities						
U.S. Treasury securities and obligations of U.S. Government and government agencies and authorities	\$ 1,018	\$ 1	\$	\$	\$ 1,018	\$ 1
Obligations of states, municipalities and political subdivisions	1,901	24	250	17	2,151	41
Debt securities issued by foreign governments	282	3			282	3
Mortgage-backed securities, collateralized mortgage obligations and pass-through securities	313	4	988	161	1,301	165
All other corporate bonds	1,079	22	1,100	94	2,179	116
Redeemable preferred stock	6	1	3		9	1
Total fixed maturities	4,599	55	2,341	272	6,940	327
Equity securities						
Common stock	59	1	17	1	76	2
Non-redeemable preferred stock	9		83	14	92	14
Total equity securities	68	1	100	15	168	16
Total	\$ 4,667	\$ 56	\$ 2,441	\$ 287	\$ 7,108	\$ 343

The following table summarizes, for all fixed maturities and equity securities reported at fair value for which fair value is less than 80% of amortized cost at September 30, 2010, the gross unrealized investment loss by length of time those securities have continuously been in an unrealized loss position of greater than 20% of amortized cost:

(in millions)	Period For Which Fair Value Is Less Than 80% of Amortized Cost				Total
	3 Months or Less	Greater Than 3 Months, 6 Months or Less	Greater Than 6 Months, 12 Months or Less	Greater Than 12 Months	
Fixed maturities					
Mortgage-backed securities	\$	\$ 1	\$	\$ 12	\$ 13
Other		1		20	21

Total fixed maturities			2			32		34
Equity securities								
Total	\$	\$	2	\$	\$	32	\$	34

Table of Contents**THE TRAVELERS COMPANIES, INC. AND SUBSIDIARIES****NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited), Continued****3. INVESTMENTS, Continued****Impairment Charges**

Impairment charges included in net realized investment gains (losses) in the consolidated statement of income were as follows:

(in millions)	Three Months Ended September 30,		Nine Months Ended September 30,	
	2010	2009	2010	2009
Fixed maturities				
U.S. Treasury securities and obligations of U.S. Government and government agencies and authorities	\$	\$	\$	\$
Obligations of states, municipalities and political subdivisions				
Debt securities issued by foreign governments				
Mortgage-backed securities, collateralized mortgage obligations and pass-through securities	1	7	3	65
All other corporate bonds	2	11	7	83
Redeemable preferred stock				
Total fixed maturities	3	18	10	148
Equity securities				
Common stock			2	15
Non-redeemable preferred stock	1		1	64
Total equity securities	1		3	79
Other investments	2	1	7	6
Total	\$ 6	\$ 19	\$ 20	\$ 233

In the second quarter of 2009, the Company adopted updated accounting guidance that changed the reporting of other-than-temporary impairments (OTTI). As a result, the credit component of OTTI on fixed maturities was reported separately effective April 1, 2009, the date of adoption.

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The following tables present a roll-forward of the credit component of OTTI on fixed maturities recognized in the consolidated statement of income for which a portion of the other-than-temporary impairment was recognized in accumulated other changes in equity from nonowner sources for the periods July 1 through September 30, 2010 and 2009, January 1, 2010 through September 30, 2010 and April 1, 2009 through September 30, 2009:

July 1, 2010 through September 30, 2010 (in millions)	Cumulative OTTI Credit Losses Recognized for Securities Held, Beginning of Period	Additions for OTTI Securities Where No Credit Losses Were Previously Recognized	Additions for OTTI Securities Where Credit Losses Have Been Previously Recognized	Reductions Due to Sales/Defaults of Credit- Impaired Securities	Adjustments to Book Value of Credit- Impaired Securities due to Changes in Cash Flows	Cumulative OTTI Credit Losses Recognized for Securities Still Held, End of Period
Fixed maturities						
Mortgage-backed securities, collateralized mortgage obligations and pass-through securities	\$ 45	\$	\$ 1	\$	\$	\$ 46
All other corporate bonds	85		1		1	87
Total fixed maturities	\$ 130	\$	\$ 2	\$	\$ 1	\$ 133

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THE TRAVELERS COMPANIES, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited), Continued

3. INVESTMENTS, Continued

January 1, 2010 through September 30, 2010 (in millions)	Cumulative OTTI Credit Losses Recognized for Securities Held, Beginning of Period	Additions for OTTI Securities Where No Credit Losses Were Previously Recognized	Additions for OTTI Securities Where Credit Losses Have Been Previously Recognized	Reductions Due to Sales/Defaults of Credit- Impaired Securities	Adjustments to Book Value of Credit- Impaired Securities due to Changes in Cash Flows	Cumulative OTTI Credit Losses Recognized for Securities Still Held, End of Period
Fixed maturities						
Mortgage-backed securities, collateralized mortgage obligations and pass-through securities	\$ 46	\$	\$ 3	\$ (3)	\$	\$ 46
All other corporate bonds	93		3	(11)	2	87
Total fixed maturities	\$ 139	\$	\$ 6	\$ (14)	\$ 2	\$ 133

July 1, 2009 through September 30, 2009 (in millions)	Cumulative OTTI Credit Losses Recognized for Securities Held, Beginning of Period	Additions for OTTI Securities Where No Credit Losses Were Previously Recognized	Additions for OTTI Securities Where Credit Losses Have Been Previously Recognized	Reductions Due to Sales/Defaults of Credit- Impaired Securities	Adjustments to Book Value of Credit- Impaired Securities due to Changes in Cash Flows	Cumulative OTTI Credit Losses Recognized for Securities Still Held, End of Period
Fixed maturities						
Mortgage-backed securities, collateralized mortgage obligations and pass-through securities	\$ 20	\$ 4	\$ 3	\$	\$ (2)	\$ 25
All other corporate bonds	95	1	7	(4)	1	100
Total fixed maturities	\$ 115	\$ 5	\$ 10	\$ (4)	\$ (1)	\$ 125

April 1, 2009 through September 30, 2009 (in millions)	Cumulative OTTI Credit Losses Recognized for Securities Held, Beginning of Period	Additions for OTTI Securities Where No Credit Losses Were Previously Recognized	Additions for OTTI Securities Where Credit Losses Have Been Previously Recognized	Reductions Due to Sales/Defaults of Credit- Impaired Securities	Adjustments to Book Value of Credit- Impaired Securities due to Changes in Cash Flows	Cumulative OTTI Credit Losses Recognized for Securities Still Held, End of Period
Fixed maturities						
Mortgage-backed securities, collateralized mortgage obligations and pass-through securities	\$ 13	\$ 7	\$ 7	\$	\$ (2)	\$ 25
All other corporate bonds	82	8	13	(4)	1	100

Total fixed maturities	\$	95	\$	15	\$	20	\$	(4)	\$	(1)	\$	125
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4. FAIR VALUE MEASUREMENTS

The Company's estimates of fair value for financial assets and financial liabilities are based on the framework established in the fair value accounting guidance. The framework is based on the inputs used in valuation, gives the highest priority to quoted prices in active markets, and requires that observable inputs be used in the valuations when available. The disclosure of fair value estimates in the fair value accounting guidance hierarchy is based on whether the significant inputs into the valuation are observable. In determining the level of the hierarchy in which the estimate is disclosed, the highest priority is given to unadjusted quoted prices in active markets and the lowest priority to unobservable inputs that reflect the Company's significant market assumptions. The three levels of the hierarchy are as follows:

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THE TRAVELERS COMPANIES, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited), Continued

4. FAIR VALUE MEASUREMENTS, Continued

- Level 1 - Unadjusted quoted market prices for identical assets or liabilities in active markets that the Company has the ability to access.
- Level 2 - Quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in inactive markets; or valuations based on models where the significant inputs are observable (e.g., interest rates, yield curves, prepayment speeds, default rates, loss severities, etc.) or can be corroborated by observable market data.
- Level 3 - Valuations based on models where significant inputs are not observable. The unobservable inputs reflect the Company's own assumptions about the inputs that market participants would use.

Valuation of Investments Reported at Fair Value in Financial Statements

The fair value of a financial instrument is the estimated amount at which the instrument could be exchanged in an orderly transaction between knowledgeable, unrelated, willing parties, i.e., not in a forced transaction. The estimated fair value of a financial instrument may differ from the amount that could be realized if the security was sold in an immediate sale, e.g., a forced transaction. Additionally, the valuation of fixed maturity investments is more subjective when markets are less liquid due to the lack of market based inputs, which may increase the potential that the estimated fair value of an investment is not reflective of the price at which an actual transaction would occur.

For investments that have quoted market prices in active markets, the Company uses the quoted market prices as fair value and includes these prices in the amounts disclosed in Level 1 of the hierarchy. The Company receives the quoted market prices from a third party, nationally recognized pricing service (pricing service). When quoted market prices are unavailable, the Company utilizes a pricing service to determine an estimate of fair value, which is mainly used for its fixed maturity investments. The fair value estimates provided from this pricing service are included in the amount disclosed in Level 2 of the hierarchy. If quoted market prices and an estimate from a pricing service are unavailable, the Company produces an estimate of fair value based on internally developed valuation techniques, which, depending on the level of observable market inputs, will render the fair value estimate as Level 2 or Level 3. The Company bases all of its estimates of fair value for assets on the bid price as it represents what a third-party market participant would be willing to pay in an arms length transaction.

Fixed Maturities

The Company utilizes a pricing service to estimate fair value measurements for approximately 99% of its fixed maturities. The pricing service utilizes market quotations for fixed maturity securities that have quoted prices in active markets. Since fixed maturities other than U.S. Treasury securities generally do not trade on a daily basis, the pricing service prepares estimates of fair value measurements for these securities using its proprietary pricing applications, which include available relevant market information, benchmark curves, benchmarking of like securities, sector groupings and matrix pricing. Additionally, the pricing service uses an Option Adjusted Spread model to develop prepayment and interest rate scenarios.

The pricing service evaluates each asset class based on relevant market information, relevant credit information, perceived market movements and sector news. The market inputs utilized in the pricing evaluation, listed in the approximate order of priority, include: benchmark yields, reported trades, broker/dealer quotes, issuer spreads, two-sided markets, benchmark securities, bids, offers, reference data, and industry and economic events. The extent of the use of each market input depends on the asset class and the market conditions. Depending on the security, the priority of the use of inputs may change or some market inputs may not be relevant. For some securities, additional inputs may be necessary.

The pricing service utilized by the Company has indicated that they will only produce an estimate of fair value if there is objectively verifiable information to produce a valuation. If the pricing service discontinues pricing an investment, the Company would be required to produce an estimate of fair value using some of the same methodologies as the pricing service but would have to make assumptions for market-based inputs that are unavailable due to market conditions.

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THE TRAVELERS COMPANIES, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited), Continued

4. FAIR VALUE MEASUREMENTS, Continued

The fair value estimates of most fixed maturity investments are based on observable market information rather than market quotes. Accordingly, the estimates of fair value for such fixed maturities, other than U.S. Treasury securities, provided by the pricing service are included in the amount disclosed in Level 2 of the hierarchy. The estimated fair value of U.S. Treasury securities is included in the amount disclosed in Level 1 as the estimates are based on unadjusted market prices.

The Company holds privately placed corporate bonds and estimates the fair value of these bonds using an internal matrix that is based on market information regarding interest rates, credit spreads and liquidity. The underlying source data for calculating the matrix of credit spreads relative to the U.S. Treasury curve are the Merrill Lynch U.S. Corporate Index and the Merrill Lynch High Yield BB Rated Index. The Company includes the fair value estimates of these corporate bonds in Level 2, since all significant inputs are market observable. As many of these securities are issued by public companies, the Company compares the estimates of fair value to the fair values of these companies' publicly traded debt to test the validity of the internal pricing matrix.

While the vast majority of the Company's municipal bonds are included in Level 2, the Company holds a small number of municipal bonds which are not valued by the pricing service and estimates the fair value of these bonds using an internal pricing matrix with some unobservable inputs that are significant to the valuation. Due to the limited amount of observable market information, the Company includes the fair value estimates for these particular bonds in Level 3. Additionally, the Company holds a small amount of fixed maturities that have characteristics that make them unsuitable for matrix pricing. For these fixed maturities, the Company obtains a quote from a broker (typically a market maker). Due to the disclaimers on the quotes that indicate that the price is indicative only, the Company includes these fair value estimates in Level 3.

Equities – Public Common and Preferred

For public common and preferred stocks, the Company receives prices from a nationally recognized pricing service that are based on observable market transactions and includes these estimates in the amount disclosed in Level 1. The estimated fair value of stocks having transfer restrictions that expire within one year was determined by adjusting the observed market price of the securities for a liquidity discount which takes into consideration the restrictions that existed at September 30, 2010 and is based on market observable inputs. As a result of adjusting the market price to reflect the impact of the transfer restrictions on estimated fair value, the Company discloses these holdings in Level 2. Infrequently, current market quotes in active markets are unavailable for certain non-redeemable preferred stocks held by the Company. In these instances, the Company receives an estimate of fair value from the pricing service that provides fair value estimates for the Company's fixed maturities. The service utilizes some of the same methodologies to price the non-redeemable preferred stocks as it does for the fixed maturities. The Company includes the fair value estimate for these non-redeemable preferred stocks in the amount disclosed in Level 2.

Other Investments

Common Stock with Transfer Restrictions and Other

The estimated fair value of stocks having transfer restrictions that expire after one year was determined using the same methodology described above, and is disclosed in Level 2. The Company holds investments in non-public common and preferred equity securities, with a fair value estimate of \$45 million at September 30, 2010, reported in other investments, where the fair value estimate is determined either internally or by an external fund manager based on recent filings, operating results, balance sheet stability, growth and other business and market sector fundamentals. Due to the significant unobservable inputs in these valuations, the Company includes the total fair value estimate for all of these investments at September 30, 2010 in the amount disclosed in Level 3. The Company holds investments in various publicly-traded securities which are reported in other investments. The \$37 million fair value of these investments at September 30, 2010 is disclosed in Level 1. These investments include securities in the Company's trading portfolio (\$21 million), mutual funds (\$14 million) and other small holdings (\$2 million).

Table of Contents**THE TRAVELERS COMPANIES, INC. AND SUBSIDIARIES****NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited), Continued****4. FAIR VALUE MEASUREMENTS, Continued***Derivatives*

The Company holds non-public warrants in a public company and has convertible bonds containing embedded conversion options that are valued separately from the host bond contract. The Company estimates fair value for the warrants using an option pricing model with observable market inputs. Because the warrants are not market traded and information concerning market participants is not available, the Company includes the fair value estimate of \$100 million at September 30, 2010 in the amount disclosed in Level 3 - other investments.

Fair Value Hierarchy

The following tables present the level within the fair value hierarchy at which the Company's financial assets and financial liabilities are measured on a recurring basis at September 30, 2010 and December 31, 2009.

(at September 30, 2010, in millions)	Total	Level 1	Level 2	Level 3
Invested assets:				
Fixed maturities				
U.S. Treasury securities and obligations of U.S. Government and government agencies and authorities	\$ 2,111	\$ 2,094	\$ 17	
Obligations of states, municipalities and political subdivisions	41,425		41,313	112
Debt securities issued by foreign governments	2,016		2,016	
Mortgage-backed securities, collateralized mortgage obligations and pass-through securities	4,543		4,542	1
All other corporate bonds	15,293		15,178	115
Redeemable preferred stock	39	38	1	
Total fixed maturities	65,427	2,132	63,067	228
Equity securities				
Common stock	272	263	9	
Non-redeemable preferred stock	234	136	98	

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Total equity securities	506	399	107	
Other investments (1)	191	37	9	145
Total	\$ 66,124	\$ 2,568	\$ 63,183	\$ 373

(1) The amount in Level 3 includes \$100 million of non-public stock purchase warrants of a publicly-held company.

The Company did not have significant transfers between Levels 1 and 2 during the nine months ended September 30, 2010.

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THE TRAVELERS COMPANIES, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited), Continued

4. FAIR VALUE MEASUREMENTS, Continued

(at December 31, 2009, in millions)	Total	Level 1	Level 2	Level 3
Invested assets:				
Fixed maturities				
U.S. Treasury securities and obligations of U.S. Government and government agencies and authorities	\$ 2,574	\$ 2,517	\$ 57	
Obligations of states, municipalities and political subdivisions	41,333		41,232	101
Debt securities issued by foreign governments	1,957		1,957	
Mortgage-backed securities, collateralized mortgage obligations and pass-through securities	5,207		5,184	23
All other corporate bonds	14,728		14,612	116
Redeemable preferred stock	48	36	12	
Total fixed maturities	65,847	2,553	63,054	240
Equity securities				
Common stock	219	219		
Non-redeemable preferred stock	232	138	94	
Total equity securities	451	357	94	
Other investments (1)	413	46	213	154
Total	\$ 66,711	\$ 2,956	\$ 63,361	\$ 394

(1) The amount in Level 3 includes \$94 million of non-public stock purchase warrants of a publicly-held company.

Table of Contents**THE TRAVELERS COMPANIES, INC. AND SUBSIDIARIES****NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited), Continued****4. FAIR VALUE MEASUREMENTS, Continued**

The following tables present the changes in the Level 3 fair value category during the three months and nine months ended September 30, 2010, and the twelve months ended December 31, 2009.

Three Months Ended September 30, 2010 (in millions)	Fixed Maturities	Other Investments	Total
Balance at June 30, 2010	\$ 228	\$ 118	\$ 346
Total realized and unrealized investment gains (losses):			
Included in realized investment gains (losses) (1)	2	30	32
Included in increases (decreases) in accumulated other changes in equity from nonowner sources	6	2	8
Purchases, sales and settlements/maturities:			