

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\*

|                       |          |            |
|-----------------------|----------|------------|
| Clifford              | John     | P.         |
| (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: SVP, Human Resources

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7. Individual or Joint/Group Filing (Check applicable line)

- Form filed by one Reporting Person
- Form filed by more than one Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1.<br>Title of Security<br>(Instr. 3) | 2.<br>Transaction<br>Date<br>(mm/yy) | 2a.<br>Deemed<br>Execution<br>Date, if<br>any<br>(mm/dd/yy) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4.<br>Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5)<br>-----<br>Amount<br>or<br>Price<br>(D) | 5.<br>Amount<br>Secur<br>Benef<br>Owned<br>at En<br>of Is<br>Fisca<br>(Inst<br>and 4 |
|---------------------------------------|--------------------------------------|---|---|---|--|
| Common Stock                          |                                      |   |   |   | 1,095  |
| Common Stock                          | 12/31/02                             |   | J                                       | 14.78 A   | 3,460  |
|                                       |                                      |   |   |   |  |
|                                       |                                      |   |   |   |  |
|                                       |                                      |   |   |   |  |
|                                       |                                      |   |   |   |  |
|                                       |                                      |   |   |   |  |
|                                       |                                      |   |   |   |  |
|                                       |                                      |   |   |   |  |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly

FORM 5 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 2.<br>Conver-<br>sion | 5.<br>Number of | 7.<br>Title and Amount |
|-----------------------|-----------------|------------------------|
|-----------------------|-----------------|------------------------|

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| 1. | or<br>Exer-<br>cise<br>Price<br>of<br>Deriv-<br>ative<br>Security<br>(Instr. 3) | 3.<br>Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 3A.<br>Deemed<br>Execution<br>Date, if<br>any(Month/<br>Day/Year) | 4.<br>Trans-<br>action<br>Code<br>(Instr. 3,<br>8) | Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5)<br>(A) (D) | 6.<br>Date<br>Exercisable and<br>Expiration Date<br>(Month/Day/Year) | Date<br>Expira-<br>tion<br>Date | of Underlying<br>Securities<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of<br>Shares |
|----|---|--|---|--|--|--|---------------------------------|---|--|
|    |   |  |   |  |  |  |                                 |   |  |
|    |   |  |   |  |  |  |                                 |   |  |
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|    |   |  |   |  |  |  |                                 |   |  |

Explanation of Responses:

By: /s/ John P. Clifford

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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