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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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number.

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

[X] 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

5.

Amount
Secur
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Owned
at En
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and 4

[illegible]

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

FORM 5 (continued)

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

2.
Conver-
sion
or

5.
Number of
Derivative

6.

7.
Title and Amount
of Underlying

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[illegible]

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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