OREILLY MICHAEL

Form 4 May 06, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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obligations may continue. See Instruction

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

1(b).

(C:+-)

(Print or Type Responses)

1. Name and Address of Reporting Person * OREILLY MICHAEL			2. Issuer Name and Ticker or Trading Symbol CHUBB CORP [CB]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(==== an appneasie)			
			(Month/Day/Year)	Director 10% Owner			
15 MOUNTAIN VIEW ROAD, P.O. BOX 1615 (Street)			05/04/2005	X Officer (give title Other (special below)			
				Vice Chairman			
			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
WARREN, 1	NJ 07061161	.5		_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State) (Z.	Table Table	I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired n(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
COMMON	05/04/2005		X	38,037	A	\$ 46.05	122,502	D			
COMMON	05/04/2005		S	38,037	D	\$ 83.59	84,465	D			

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

(7:n)

(State)

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Numbo orDerivativ Securitie: Acquired or Dispos (D) (Instr. 3, and 5)	re s l (A) sed of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and
				Code V	(A) ((D)	Date Exercisable	Expiration Date	Title
STOCK OPTION (1)	\$ 46.05	05/04/2005		С	38	,037	03/06/2005	03/06/2013	COMMO
PERFORMANCE SHARES 2004 (2)	\$ 0 (3)						(2)	<u>(2)</u>	COMMO
PERFORMANCE SHARES 2005 (4)	\$ 0 (3)						<u>(4)</u>	<u>(4)</u>	COMMO
RESTRICTED STOCK UNIT 2004 (5)	\$ 0 (3)						<u>(5)</u>	(5)	COMMO
RESTRICTED STOCK UNIT 2005 (5)	\$ 0 (3)						<u>(5)</u>	(5)	COMMO
STOCK OPTION $\underline{^{(1)}}$	\$ 88.56						03/01/2003	03/01/2006	COMMO
STOCK OPTION $\underline{^{(1)}}$	\$ 60.75						03/06/1999	03/05/2007	COMMO
STOCK OPTION $\underline{^{(1)}}$	\$ 78.97						03/05/2000	03/04/2008	COMMO
STOCK OPTION $\underline{^{(1)}}$	\$ 59.78						03/11/2001	03/10/2009	COMMO
STOCK OPTION (1)	\$ 47.97						03/02/2002	03/02/2010	COMMO
STOCK OPTION	\$ 70.85						03/01/2002	03/01/2011	COMMO
STOCK OPTION $\underline{^{(1)}}$	\$ 70.85						03/01/2003	03/01/2011	COMMO
STOCK OPTION (1)	\$ 73.68						03/07/2003	03/07/2012	COMMO
STOCK OPTION (1)	\$ 92.1						03/07/2003	03/07/2012	COMMO
	\$ 73.68						03/07/2004	03/07/2012	COMMO

STOCK OPTION

(1)

(1)

STOCK OPTION

\$ 92.1

03/07/2004 03/07/2012 COMMO

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

OREILLY MICHAEL 15 MOUNTAIN VIEW ROAD P.O. BOX 1615 WARREN, NJ 070611615

Vice Chairman

Signatures

By: Nancy J. Obremski, POA 05/06/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) All Stock Options are granted in tandem with tax withholding rights.
- (2) Represents 200% of the target performance share award, which is the maximum number of shares issuable under this award for the performance cycle ending December 31, 2006.
- (3) Variable Pricing
- (4) Represents 200% of the target performance share award, which is the maximum number of shares issuable under this award for the performance cycle ending December 31, 2007.
- (5) Restricted Stock Units generally cliff vest on the third anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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