**CHUBB CORP** Form 4 August 24, 2005

### FORM 4

#### **OMB APPROVAL** UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB Washington, D.C. 20549

3235-0287 Number:

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Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005

0.5

Form 4 or Form 5 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

response...

1(b).

(City)

(Print or Type Responses)

Name and Address of Reporting Person * OREILLY MICHAEL			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
(Last) (First) (Middle)		(Middle)	CHUBB CORP [CB]  3. Date of Earliest Transaction	(Check all applicable)		
, ,	AIN VIEW RO	` ′	(Month/Day/Year) 08/23/2005	Director 10% Owner X Officer (give title Other (specify below) Vice Chairman		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
WARREN, N	NJ 070611615			Form filed by More than One Reporting		

(City)	(State) (Z.	Table Table	I - Non-De	rivative Se	curiti	es Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securition(A) or Dis (Instr. 3, 4)	sposed	of (D)	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	08/23/2005		X	15,000	A	\$ 59.78	99,082	D	
COMMON	08/23/2005		S	15,000	D	\$ 87.71	84,082	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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	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)	\$ 59.78	08/23/2005		C	15,000	03/11/2001	03/10/2009	COMMO
PERFORMANCE SHARES 2004 (2)	\$ 0 (3)					(2)	(2)	COMMO
PERFORMANCE SHARES 2005 (4)	\$ 0 (3)					<u>(4)</u>	<u>(4)</u>	COMMO
RESTRICTED STOCK UNIT 2004 (5)	\$ 0 (3)					<u>(5)</u>	<u>(5)</u>	COMMO
RESTRICTED STOCK UNIT 2005 (5)	\$ 0 (3)					<u>(5)</u>	<u>(5)</u>	COMMO
STOCK OPTION $\underline{^{(1)}}$	\$ 88.56					03/01/2003	03/01/2006	COMMO
STOCK OPTION $\underline{^{(1)}}$	\$ 78.97					03/05/2000	03/04/2008	COMMO
STOCK OPTION $\underline{^{(1)}}$	\$ 47.97					03/02/2002	03/02/2010	COMMO
STOCK OPTION (1)	\$ 70.85					03/01/2002	03/01/2011	COMMO
STOCK OPTION $\underline{^{(1)}}$	\$ 70.85					03/01/2003	03/01/2011	COMMO
STOCK OPTION $\underline{^{(1)}}$	\$ 73.68					03/07/2003	03/07/2012	COMMO
STOCK OPTION (1)	\$ 92.1					03/07/2003	03/07/2012	COMMO
STOCK OPTION (1)	\$ 73.68					03/07/2004	03/07/2012	COMMO
STOCK OPTION (1)	\$ 92.1					03/07/2004	03/07/2012	COMMO

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# **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: Patricia S. Tomczyk, POA 08/24/2005

\*\*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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