**OREILLY MICHAEL** 

Form 4

August 25, 2005

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

3235-0287 Number:

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if no longer subject to Section 16. Form 4 or

Check this box

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

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person \* **OREILLY MICHAEL** 

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

CHUBB CORP [CB]

(Check all applicable)

(First) (Last)

3. Date of Earliest Transaction (Month/Day/Year)

Director 10% Owner X\_ Officer (give title Other (specify

15 MOUNTAIN VIEW ROAD, P.O.

(Street)

(Middle)

08/24/2005

below) Vice Chairman

**BOX 1615** 

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) \_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting

Person

WARREN, NJ 070611615

(City)	(State) (Z	Table 1	I - Non-De	rivative S	ecurit	ies Acqui	red, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securion(A) or D (Instr. 3,	ispose 4 and (A) or	d 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	08/24/2005		X	4,900	A	\$ 59.78	88,982	D	
COMMON	08/24/2005		S	4,900	D	\$ 87.39	84,082	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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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)	Code	5. Number or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Ai Underlying Se (Instr. 3 and 4)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
STOCK OPTION (1)	\$ 59.78	08/24/2005		C		4,900	03/11/2001	03/10/2009	COMMON
PERFORMANCE SHARES 2004 (2)	\$ 0 (3)						(2)	(2)	COMMON
PERFORMANCE SHARES 2005 (4)	\$ 0 (3)						<u>(4)</u>	<u>(4)</u>	COMMON
RESTRICTED STOCK UNIT 2004 (5)	\$ 0 (3)						<u>(5)</u>	<u>(5)</u>	COMMON
RESTRICTED STOCK UNIT 2005 (5)	\$ 0 (3)						(5)	(5)	COMMON
STOCK OPTION $\underline{^{(1)}}$	\$ 88.56						03/01/2003	03/01/2006	COMMON
STOCK OPTION (1)	\$ 78.97						03/05/2000	03/04/2008	COMMON
STOCK OPTION (1)	\$ 47.97						03/02/2002	03/02/2010	COMMON
STOCK OPTION (1)	\$ 70.85						03/01/2002	03/01/2011	COMMON
STOCK OPTION (1)	\$ 70.85						03/01/2003	03/01/2011	COMMON
STOCK OPTION $\underline{^{(1)}}$	\$ 73.68						03/07/2003	03/07/2012	COMMON
STOCK OPTION $\underline{^{(1)}}$	\$ 92.1						03/07/2003	03/07/2012	COMMON
STOCK OPTION $\underline{^{(1)}}$	\$ 73.68						03/07/2004	03/07/2012	COMMON
STOCK OPTION (1)	\$ 92.1						03/07/2004	03/07/2012	COMMON

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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

Vice Chairman

WARREN, NJ 070611615

## **Signatures**

By: Nancy J. Obremski, POA

08/25/2005

\*\*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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