

CHUBB CORP  
Form 4  
March 07, 2005

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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. Name and Address of Reporting Person \*  
FINNEGAN JOHN D

(Last) (First) (Middle)  
15 MOUNTAIN VIEW ROAD, P.O.  
BOX 1615  
(Street)

WARREN, NJ 070611615

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
CHUBB CORP [CB]

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/03/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman, President and C.E.O.

6. 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. 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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
COMMON				(A) or (D) Code V Amount (D) Price	48,692	D	

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

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SEC 1474 (9-02)

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

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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. Transaction Code (Instr. 8)	5. Number of 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 Underlying (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
PERFORMANCE SHARES 2005 <sup>(1)</sup>	\$ 0 <sup>(2)</sup>	03/03/2005		A		144,286		<sup>(1)</sup>	<sup>(1)</sup>	COMM
RESTRICTED STOCK UNIT 2005 <sup>(3)</sup>	\$ 0 <sup>(2)</sup>	03/03/2005		A		24,047		<sup>(3)</sup>	<sup>(3)</sup>	COMM
PERFORMANCE SHARES 2004 <sup>(4)</sup>	\$ 0 <sup>(2)</sup>							<sup>(4)</sup>	<sup>(4)</sup>	COMM
RESTRICTED STOCK UNIT 2004 <sup>(5)</sup>	\$ 0 <sup>(2)</sup>							<sup>(5)</sup>	<sup>(5)</sup>	COMM
RESTRICTED STOCK UNITS <sup>(6)</sup>	\$ 0 <sup>(6)</sup>							<sup>(6)</sup>	<sup>(6)</sup>	COMM
STOCK OPTION <sup>(7)</sup>	\$ 73.03							12/02/2003	12/01/2007	COMM
STOCK OPTION <sup>(7)</sup>	\$ 73.03							12/02/2004	12/01/2007	COMM
STOCK OPTION	\$ 58.43							12/02/2003	12/01/2012	COMM
STOCK OPTION	\$ 58.43							12/02/2003	12/01/2012	COMM
STOCK OPTION	\$ 58.43							12/02/2004	12/01/2012	COMM
STOCK OPTION	\$ 58.43							12/02/2005	12/01/2012	COMM

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FINNEGAN JOHN D 15 MOUNTAIN VIEW ROAD P.O. BOX 1615 WARREN, NJ 070611615	X		Chairman, President and C.E.O.	

## Signatures

By: Patricia S. Tomczyk, POA 03/07/2005

        \*\*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) 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.

(2) Variable Pricing

(3) Restricted Stock Units generally cliff vest on the third anniversary of the grant date.

(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, 2006.

(5) Restricted Stock Units generally cliff vest on the third anniversary of the grant date.

(6) The grant of 30,808 restricted stock units is a replacement for the 30,808 shares of restricted stock forfeited by Mr. Finnegan on 12/1/03. The restricted stock units vest on 12/2/04 and are payable on termination of employment.

(7) All Stock Options are granted in tandem with tax withholding rights.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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