

CHUBB CORP  
Form 8-K  
December 08, 2005

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) **December 8, 2005**

## **THE CHUBB CORPORATION**

(Exact name of registrant as specified in its charter)

**New Jersey**  
(State or other jurisdiction of  
incorporation)

**1-8661**  
(Commission  
File Number)

**13-2595722**  
(IRS Employer  
Identification No.)

**15 Mountain View Road, P.O. Box 1615, Warren, New Jersey**

**07061-1615**

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(Address of principal executive offices)

(Zip Code)

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Registrant's telephone number, including area code (908) 903-2000

**Not Applicable**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Exhibit 99.1 - Press Release Dated December 8, 2005

**Item 1.01 Entry into a Material Definitive Agreement.**

On December 8, 2005, the Board of Directors of The Chubb Corporation (Chubb) completed its review of Chubb's non-employee director compensation program. Pursuant to that review, Chubb's Board of Directors has approved the non-employee director compensation structure set forth on Exhibit 10.1 hereto, which will become effective January 1, 2006. Exhibit 10.1 is incorporated by reference into this Item 1.01 of Form 8-K as if fully set forth herein.

**Item 7.01 Regulation FD Disclosure.**

On December 8, 2005, Chubb issued a press release announcing that the Board of Directors had approved a stock repurchase program authorizing the Company to repurchase up to 14,000,000 shares of the Company's common stock. The press release announcing the Company's stock repurchase is attached as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits.

- 10.1 Non-Employee Director Annual Compensation Program
- 99.1 Press Release dated December 8, 2005 (furnished pursuant to Item 7.01 of Form 8-K)

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**THE CHUBB CORPORATION**

Date: December 8, 2005

By: */s/ W. Andrew Macan*  
Name: W. Andrew Macan  
Title: Vice President, Corporate Counsel  
and Secretary

**EXHIBIT INDEX TO CURRENT REPORT ON FORM 8-K**

**DATED DECEMBER 8, 2005**

<b>Exhibit No.</b>	<b>Description</b>
10.1	Non-Employee Director Annual Compensation Program
99.1	Press Release dated December 8, 2005 (furnished pursuant to Item 7.01 of Form 8-K)