MARCHIO MICHAEL J

Form 4 May 10, 2005

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MARCHIO MICHAEL J			2. Issuer Name and Ticker or Trading Symbol CHUBB CORP [CB]	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
15 MOUNTAIN VIEW ROAD, P.O. BOX 1615			(Month/Day/Year) 05/09/2005	Director 10% OwnerX_ Officer (give title Other (specify below) Executive Vice President		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
WARREN, NJ 070611615			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(Stata)	(Zin)				

	(City)	(State) (Zi	Table 1	I - Non-De	rivative Securi	ties Acqui	red, Disposed of,	or Beneficiall	y Owned
Seci	tle of urity tr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities A or(A) or Dispose (Instr. 3, 4 and or Amount (D)	ed of (D) 15)	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)
СО	MMON	05/09/2005		S	2,652 D	\$ 84.07	18,874	D	
CO	MMON						2.819.92	I	By ESOP

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. Transactic Code (Instr. 8)	5. onNumber 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 Am Underlying Sec (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	A or N or SI
PERFORMANCE SHARES 2004 (1)	\$ 0 (2)					<u>(1)</u>	<u>(1)</u>	COMMON	8
PERFORMANCE SHARES 2005 (3)	\$ 0 (2)					<u>(3)</u>	<u>(3)</u>	COMMON	
RESTRICTED STOCK UNIT 2004 (4)	\$ 0 (2)					<u>(4)</u>	<u>(4)</u>	COMMON	
RESTRICTED STOCK UNIT 2005 (4)	\$ 0 (2)					<u>(4)</u>	<u>(4)</u>	COMMON	
STOCK OPTION (5)	\$ 60.75					03/06/1999	03/05/2007	COMMON	
STOCK OPTION (5)	\$ 78.97					03/05/2000	03/04/2008	COMMON	2
STOCK OPTION (5)	\$ 59.78					03/11/2001	03/10/2009	COMMON	9
STOCK OPTION (5)	\$ 66.26					10/30/2003	03/01/2010	COMMON	
STOCK OPTION (5)	\$ 73.02					11/02/2004	03/02/2010	COMMON	
STOCK OPTION (5)	\$ 70.85					03/01/2002	03/01/2011	COMMON	2
STOCK OPTION (5)	\$ 70.85					03/01/2003	03/01/2011	COMMON	2
STOCK OPTION (5)	\$ 73.68					03/07/2003	03/07/2012	COMMON	
STOCK OPTION (5)	\$ 73.68					03/07/2004	03/07/2012	COMMON	
STOCK OPTION (5)	\$ 83.2					05/05/2005	03/06/2013	COMMON	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

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

Executive Vice President

Signatures

By: Patricia S. Tomczyk, POA

05/10/2005

**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, 2006.
- (2) Variable Pricing
- (3) 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.
- (4) Restricted Stock Units generally cliff vest on the third anniversary of the grant date.
- (5) 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. 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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