

CHUBB CORP  
Form 4  
May 19, 2005

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**SCHRAM HENRY B**

(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)

**05/18/2005**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

Senior Vice President

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| COMMON                                | 05/18/2005                              |                                                             | X                                    | 463 A                                                               | \$ 41.03 34,747                                                                                                    | D                                                                       |                                                                   |
| COMMON                                | 05/18/2005                              |                                                             | F                                    | 230 D                                                               | \$ 82.5 34,517                                                                                                     | D                                                                       |                                                                   |
| COMMON                                |                                         |                                                             |                                      |                                                                     | 4,056.85                                                                                                           | I                                                                       | By ESOP                                                           |

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

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SEC 1474  
(9-02)

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

| 1. Title of Derivative Security<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) |                 | 7. Title and Amount of Underlying Security<br>(Instr. 3 and 4) |
|-----------------------------------------------|--------------------------------------------------------|-----------------------------------------|-------------------------------------------------------|-----------------------------------|--------------------------------------------------------------------------------------------|-------------------------------------------------------------|-----------------|----------------------------------------------------------------|
|                                               |                                                        |                                         |                                                       | Code                              | V (A) (D)                                                                                  | Date Exercisable                                            | Expiration Date | Title                                                          |
| STOCK OPTION <sup>(1)</sup>                   | \$ 41.03                                               | 05/18/2005                              |                                                       | C                                 | 463                                                                                        | 06/09/1997                                                  | 06/08/2005      | COMMON                                                         |
| PERFORMANCE SHARES 2004 <sup>(2)</sup>        | \$ 0 <sup>(3)</sup>                                    |                                         |                                                       |                                   |                                                                                            | <sup>(2)</sup>                                              | <sup>(2)</sup>  | COMMON                                                         |
| PERFORMANCE SHARES 2005 <sup>(4)</sup>        | \$ 0 <sup>(3)</sup>                                    |                                         |                                                       |                                   |                                                                                            | <sup>(4)</sup>                                              | <sup>(4)</sup>  | COMMON                                                         |
| RESTRICTED STOCK UNIT 2004 <sup>(5)</sup>     | \$ 0 <sup>(3)</sup>                                    |                                         |                                                       |                                   |                                                                                            | <sup>(5)</sup>                                              | <sup>(5)</sup>  | COMMON                                                         |
| RESTRICTED STOCK UNIT 2005 <sup>(5)</sup>     | \$ 0 <sup>(3)</sup>                                    |                                         |                                                       |                                   |                                                                                            | <sup>(5)</sup>                                              | <sup>(5)</sup>  | COMMON                                                         |
| STOCK OPTION <sup>(1)</sup>                   | \$ 79.16                                               |                                         |                                                       |                                   |                                                                                            | 09/12/2002                                                  | 06/08/2005      | COMMON                                                         |
| STOCK OPTION <sup>(1)</sup>                   | \$ 48.75                                               |                                         |                                                       |                                   |                                                                                            | 03/01/1998                                                  | 02/27/2006      | COMMON                                                         |
| STOCK OPTION <sup>(1)</sup>                   | \$ 48.75                                               |                                         |                                                       |                                   |                                                                                            | 08/06/1998                                                  | 08/05/2006      | COMMON                                                         |
| STOCK OPTION <sup>(1)</sup>                   | \$ 60.75                                               |                                         |                                                       |                                   |                                                                                            | 03/06/1999                                                  | 03/05/2007      | COMMON                                                         |
| STOCK OPTION <sup>(1)</sup>                   | \$ 78.97                                               |                                         |                                                       |                                   |                                                                                            | 03/05/2000                                                  | 03/04/2008      | COMMON                                                         |
| STOCK OPTION <sup>(1)</sup>                   | \$ 59.78                                               |                                         |                                                       |                                   |                                                                                            | 03/11/2001                                                  | 03/10/2009      | COMMON                                                         |
| STOCK OPTION <sup>(1)</sup>                   | \$ 47.97                                               |                                         |                                                       |                                   |                                                                                            | 03/02/2002                                                  | 03/02/2010      | COMMON                                                         |
| STOCK OPTION <sup>(1)</sup>                   | \$ 70.85                                               |                                         |                                                       |                                   |                                                                                            | 03/01/2003                                                  | 03/01/2011      | COMMON                                                         |

|                     |          |            |            |        |
|---------------------|----------|------------|------------|--------|
| STOCK OPTION<br>(1) | \$ 73.68 | 03/07/2003 | 03/07/2012 | COMMON |
| STOCK OPTION<br>(1) | \$ 73.68 | 03/07/2004 | 03/07/2012 | COMMON |
| STOCK OPTION<br>(1) | \$ 46.05 | 03/06/2004 | 03/06/2013 | COMMON |
| STOCK OPTION<br>(1) | \$ 46.05 | 03/06/2005 | 03/06/2013 | COMMON |

## Reporting Owners

| Reporting Owner Name / Address                                                   | Relationships |           |                             |       |
|----------------------------------------------------------------------------------|---------------|-----------|-----------------------------|-------|
|                                                                                  | Director      | 10% Owner | Officer                     | Other |
| SCHRAM HENRY B<br>15 MOUNTAIN VIEW ROAD<br>P.O. BOX 1615<br>WARREN, NJ 070611615 |               |           | Senior<br>Vice<br>President |       |

## Signatures

By: Patricia S.  
Tomczyk, POA

05/19/2005

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.

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