CHUBB CORP Form 4 April 05, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Expires:

January 31, 2005

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response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * **BAIRD ZOE**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

CHUBB CORP [CB]

3. Date of Earliest Transaction

(Check all applicable)

(First)

(Month/Day/Year) 04/01/2005

X_ Director 10% Owner Officer (give title Other (specify

THE MARKLE FOUNDATION, 10 ROCKEFELLER PLAZA, 16TH

(Street)

FLOOR

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

below)

NEW YORK, NY 10020

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Middle)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Ownership Indirect (I) (Instr. 4)

(Instr. 4)

Reported

(A)

or

Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price **COMMON**

500 D

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

(Month/Day/Year)

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.

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)	Code	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
MARKET VALUE UNITS (1)	\$ 0	04/01/2005		A	161.19	<u>(1)</u>	<u>(1)</u>	COMMO
PERFORMANCE SHARES 2004 (2)	\$ 0 (3)					(2)	(2)	COMMO
STOCK OPTION (4)	\$ 60.06					04/27/1999	04/21/2030	COMMO
STOCK OPTION (4)	\$ 64					04/25/2000	04/21/2030	COMMO
STOCK OPTION (4)	\$ 64.9					04/24/2001	04/21/2030	COMMO
STOCK OPTION (4)	\$ 76.32					04/30/2002	04/21/2030	COMMO
STOCK OPTION (4)	\$ 53.02					04/29/2003	04/21/2030	COMMO
STOCK UNITS (5)	\$ 0 (5)					<u>(5)</u>	(5)	COMMO

Reporting Owners

Reporting Owner Name / Address	Relationships				
Reporting Owner Name / Radiess	Director	10% Owner	Officer	Other	
BAIRD ZOE THE MARKLE FOUNDATION 10 ROCKEFELLER PLAZA, 16TH FLOOR NEW YORK, NY 10020	X				

Signatures

By: Patricia S. Tomczyk, POA 04/04/2005

**Signature of Reporting Person Da

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)

Reporting Owners 2

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Market Value Units in The Chubb Corporation Directors Deferred Compensation Plan. Units are payable in common stock only and the value of such units are based on the market value of the Coporation's common stock.

- (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) All Stock Options are granted in tandem with tax withholding rights.
- (5) Stock Units vest on the grant date and are payable in stock at the earlier of the third anniversary of the grant or termination of service as a director, unless subject to a deferral election.

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.