CHUBB CORP

Form 4

February 05, 2007

FORM 4

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

OMB Number: 3235-0287

Estimated average

burden hours per

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

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

response...

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * OREILLY MICHAEL			2. Issuer Name and Ticker or Trading Symbol CHUBB CORP [CB]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(Last) (First) (Middle)		3. Date of Earliest Transaction	(see approximate)			
			(Month/Day/Year)	Director 10% Owner			
15 MOUNTAIN VIEW ROAD, P.O. BOX 1615		OAD, P.O.	02/01/2007	X Officer (give title Other (specify below) Vice Chairman			
	(Street)		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			
WARREN, NJ 070611615				Form filed by More than One Reporting Person			

(City)	(State) (Z	(Zip) 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)	(A)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Ownership Indirect Form: Benefit Direct (D) Owner	7. Nature of Indirect Beneficial Ownership (Instr. 4)
COMMON	02/01/2007		Code V	Amount 45,904	or (D)	Price \$	(Instr. 3 and 4) 193,023	D	
COMMON	02/01/2007		M		A	46.05 \$	238,929	D	
						46.05 \$			
COMMON	02/01/2007		S	300	D	51.95 \$	238,629	D	
COMMON	02/01/2007		S	100	D	51.96	238,529	D	
COMMON	02/01/2007		S	3,921	D	\$ 51.97	234,608	D	

Edgar Filing: CHUBB CORP - Form 4

COMMON	02/01/2007	S	800	D	\$ 51.98	233,808	D
COMMON	02/01/2007	S	7,500	D	\$ 51.99	226,308	D
COMMON	02/01/2007	S	5,979	D	\$ 52	220,329	D
COMMON	02/01/2007	S	4,000	D	\$ 52.01	216,329	D
COMMON	02/01/2007	S	7,300	D	\$ 52.02	209,029	D
COMMON	02/01/2007	S	4,400	D	\$ 52.03	204,629	D
COMMON	02/01/2007	S	8,557	D	\$ 52.04	196,072	D
COMMON	02/01/2007	S	7,300	D	\$ 52.05	188,772	D
COMMON	02/01/2007	S	3,300	D	\$ 52.06	185,472	D
COMMON	02/01/2007	S	4,653	D	\$ 52.07	180,819	D
COMMON	02/01/2007	S	7,104	D	\$ 52.08	173,715	D
COMMON	02/01/2007	S	5,996	D	\$ 52.09	167,719	D
COMMON	02/01/2007	S	4,700	D	\$ 52.1	163,019	D
COMMON	02/01/2007	S	9,130	D	\$ 52.11	153,889	D
COMMON	02/01/2007	S	2,700	D	\$ 52.12	151,189	D
COMMON	02/01/2007	S	1,570	D	\$ 52.14	149,619	D
COMMON	02/01/2007	S	2,300	D	\$ 52.15	147,319	D
COMMON	02/01/2007	S	200	D	\$ 52.2	147,119	D

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)

Edgar Filing: CHUBB CORP - Form 4

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)	Secu Acqu or D (D)	urities uired (A) isposed of r. 3, 4,	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
STOCK OPTION (1)	\$ 46.05	02/01/2007		C		45,904	03/07/2003	03/07/2012	COMMO
STOCK OPTION $\underline{^{(1)}}$	\$ 46.05	02/01/2007		C		45,906	03/07/2004	03/07/2012	COMMO
PERFORMANCE SHARES 2004 (2)	\$ 0 (3)						(2)	<u>(2)</u>	COMMO
PERFORMANCE SHARES 2005 (4)	\$ 0 (3)						<u>(4)</u>	<u>(4)</u>	COMMO
RESTRICTED STOCK UNIT 2004 (5)	\$ 0 (3)						<u>(5)</u>	(5)	COMMO
RESTRICTED STOCK UNIT 2005 (5)	\$ 0 (3)						<u>(5)</u>	(5)	COMMO
RESTRICTED STOCK UNIT 2006 (5)	\$ 0 (3)						(5)	(5)	COMMO
STOCK OPTION (1)	\$ 39.48						03/05/2000	03/04/2008	COMMO
STOCK OPTION (1)	\$ 29.89						03/11/2001	03/10/2009	COMMO
STOCK OPTION (1)	\$ 23.98						03/02/2002	03/02/2010	COMMO
STOCK OPTION (1)	\$ 35.43						03/01/2002	03/01/2011	COMMO
STOCK OPTION (1)	\$ 35.43						03/01/2003	03/01/2011	COMMO
STOCK OPTION $\underline{^{(1)}}$	\$ 36.84						03/07/2003	03/07/2012	COMMO
STOCK OPTION (1)	\$ 36.84						03/07/2004	03/07/2012	COMMO

Edgar Filing: CHUBB CORP - Form 4

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

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

Vice Chairman

Signatures

By: Patricia S. Tomczyk, POA 02/05/2007

**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. 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.

Reporting Owners 4