

CHUBB CORP

Form 4

April 07, 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 \*  
**SMALL LAWRENCE M**

(Last) (First) (Middle)

**SMITHSONIAN  
INSTITUTION, 1000 JEFFERSON  
DRIVE, S.W.**

(Street)

WASHINGTON, DC 20560

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

CHUBB CORP [CB]

3. Date of Earliest Transaction  
(Month/Day/Year)

04/05/2005

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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<br>Acquired (A) or<br>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: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
| COMMON                                |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                           | 10,000                                                                                                             | D                                                                    |                                         |

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

**Persons who respond to the collection of  
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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<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 Underlying Security<br>(Instr. 3 and 4) |
|-----------------------------------------------|--------------------------------------------------------|-----------------------------------------|-------------------------------------------------------|-----------------------------------|--------------------------------------------------------------------------------------------|-------------------------------------------------------------|-----------------------|------------------------------------------------------|
|                                               |                                                        |                                         |                                                       | Code                              | V                                                                                          | (A)                                                         | (D)                   |                                                      |
| MARKET VALUE UNITS <sup>(1)</sup>             | \$ 0                                                   | 04/05/2005                              |                                                       | A                                 | 44.36                                                                                      | <sup>(1)</sup>                                              | <sup>(1)</sup>        | COMMON                                               |
| PERFORMANCE SHARES 2004 <sup>(2)</sup>        | \$ 0 <sup>(3)</sup>                                    |                                         |                                                       |                                   |                                                                                            | <sup>(2)</sup>                                              | <sup>(2)</sup>        | COMMON                                               |
| STOCK OPTION <sup>(4)</sup>                   | \$ 57.78                                               |                                         |                                                       |                                   |                                                                                            |                                                             | 12/06/2002 12/05/2012 | COMMON                                               |
| STOCK OPTION <sup>(4)</sup>                   | \$ 22.09                                               |                                         |                                                       |                                   |                                                                                            |                                                             | 04/24/1990 04/21/2017 | COMMON                                               |
| STOCK OPTION <sup>(4)</sup>                   | \$ 34.59                                               |                                         |                                                       |                                   |                                                                                            |                                                             | 04/23/1991 04/21/2017 | COMMON                                               |
| STOCK OPTION <sup>(4)</sup>                   | \$ 32.59                                               |                                         |                                                       |                                   |                                                                                            |                                                             | 04/28/1992 04/21/2017 | COMMON                                               |
| STOCK OPTION <sup>(4)</sup>                   | \$ 43.47                                               |                                         |                                                       |                                   |                                                                                            |                                                             | 04/27/1993 04/21/2019 | COMMON                                               |
| STOCK OPTION <sup>(4)</sup>                   | \$ 38.75                                               |                                         |                                                       |                                   |                                                                                            |                                                             | 04/26/1994 04/21/2019 | COMMON                                               |
| STOCK OPTION <sup>(4)</sup>                   | \$ 39.38                                               |                                         |                                                       |                                   |                                                                                            |                                                             | 04/25/1995 04/21/2019 | COMMON                                               |
| STOCK OPTION <sup>(4)</sup>                   | \$ 46.97                                               |                                         |                                                       |                                   |                                                                                            |                                                             | 04/23/1996 04/21/2019 | COMMON                                               |
| STOCK OPTION <sup>(4)</sup>                   | \$ 55.25                                               |                                         |                                                       |                                   |                                                                                            |                                                             | 04/22/1997 04/21/2019 | COMMON                                               |
| STOCK OPTION <sup>(4)</sup>                   | \$ 77.56                                               |                                         |                                                       |                                   |                                                                                            |                                                             | 04/28/1998 04/21/2019 | COMMON                                               |
| STOCK OPTION <sup>(4)</sup>                   | \$ 60.06                                               |                                         |                                                       |                                   |                                                                                            |                                                             | 04/27/1999 04/21/2019 | COMMON                                               |
| STOCK OPTION <sup>(4)</sup>                   | \$ 64                                                  |                                         |                                                       |                                   |                                                                                            |                                                             | 04/25/2000 04/21/2019 | COMMON                                               |
| STOCK OPTION <sup>(4)</sup>                   | \$ 64.9                                                |                                         |                                                       |                                   |                                                                                            |                                                             | 04/24/2001 04/21/2019 | COMMON                                               |
|                                               | \$ 76.32                                               |                                         |                                                       |                                   |                                                                                            |                                                             | 04/30/2002 04/21/2019 | COMMON                                               |

STOCK OPTION

(4)STOCK OPTION  
(4) \$ 53.02

04/29/2003 04/21/2019 COMMON

STOCK UNITS (5) \$ 0 (5)(5)(5)

COMMON

## Reporting Owners

| Reporting Owner Name / Address                                                                    | Relationships |           |         |       |
|---------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                                   | Director      | 10% Owner | Officer | Other |
| SMALL LAWRENCE M<br>SMITHSONIAN INSTITUTION<br>1000 JEFFERSON DRIVE, S.W.<br>WASHINGTON, DC 20560 | X             |           |         |       |

## Signatures

By: Patricia S.  
Tomczyk, POA

04/07/2005

\*\*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) 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 Corporation'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.

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