

CHUBB CORP
Form 4
December 23, 2004

FORM 4

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

OMB APPROVAL

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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

(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)
12/20/2004

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)
Senior Vice President

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 Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
			Code	V Amount (D) Price			
COMMON	12/20/2004		F	223 D \$ 76.05	35,366	D	
COMMON					3,619.29	I	By 401(k) Trustee

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 (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. Transaction Code (Instr. 8)	5. Number 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 Amount of Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
PERFORMANCE SHARE ⁽¹⁾	\$ 0 ⁽¹⁾					<u>(1)</u>	<u>(1)</u>	COMMON
PERFORMANCE SHARES	\$ 0					08/08/1988	03/31/2005	COMMON 3
RESTRICTED STOCK UNIT ⁽²⁾	\$ 0 ⁽²⁾					<u>(2)</u>	<u>(2)</u>	COMMON
STOCK OPTION ⁽³⁾	\$ 79.16					09/12/2002	06/08/2004	COMMON
STOCK OPTION ⁽³⁾	\$ 41.03					06/09/1997	06/08/2005	COMMON
STOCK OPTION ⁽³⁾	\$ 79.16					09/12/2002	06/08/2005	COMMON
STOCK OPTION ⁽³⁾	\$ 48.75					03/01/1998	02/27/2006	COMMON
STOCK OPTION ⁽³⁾	\$ 48.75					08/06/1998	08/05/2006	COMMON
STOCK OPTION ⁽³⁾	\$ 60.75					03/06/1999	03/05/2007	COMMON
STOCK OPTION ⁽³⁾	\$ 78.97					03/05/2000	03/04/2008	COMMON
STOCK OPTION ⁽³⁾	\$ 59.78					03/11/2001	03/10/2009	COMMON
STOCK OPTION ⁽³⁾	\$ 47.97					03/02/2002	03/02/2010	COMMON
STOCK OPTION ⁽³⁾	\$ 70.85					03/01/2003	03/01/2011	COMMON
STOCK OPTION ⁽³⁾	\$ 73.68					03/07/2003	03/07/2012	COMMON

