DEGNAN JOHN J Form 4

February 08, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL OMB

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Check this box if no longer subject to Section 16. Form 4 or

SECURITIES Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b).

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person * **DEGNAN JOHN J**

2. Issuer Name and Ticker or Trading Symbol

Issuer

5. Relationship of Reporting Person(s) to

CHUBB CORP [CB] (Middle)

3. Date of Earliest Transaction

Director X_ Officer (give title below)

10% Owner Other (specify

15 MOUNTAIN VIEW ROAD, P.O. 02/06/2008 **BOX 1615**

(Street)

(First)

4. If Amendment, Date Original

Filed(Month/Day/Year)

(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Vice Chairman

(Check all applicable)

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

WARREN, NJ 070611615

(City)	(State) (Zi	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. Securit or(A) or Dis (Instr. 3, 4	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
COMMON	02/06/2008		Code V M	Amount 63,019 (1)	(D) A	Price \$ 52.4	(Instr. 3 and 4) 181,540.07	D	
COMMON	02/06/2008		F	25,506	D	\$ 52.4	156,034.07	D	
COMMON							6,149	I	By ESOP

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

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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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Ar Underlying Se (Instr. 3 and 4)
					Code V	(A) (D)	Date Exercisable	Expiration Date	Title
	ORMANCE ES 2005	(2)	02/06/2008		M	92,268	(2)	12/31/2007	COMMON

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DEGNAN JOHN J 15 MOUNTAIN VIEW ROAD P.O. BOX 1615 WARREN, NJ 070611615

Vice Chairman

Signatures

By: Patricia S.
Tomczyk, POA

02/08/2008

**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).

On 3/3/05, the reporting person received a target award of 46,134 performance shares (the "Award"). Under the terms of the Award, the reporting person would be entitled to receive a number of shares of Chubb's common stock ("Common Stock) equal to the target award multiplied by a performance multiplier ranging from 0% to 200% depending on Chubb's relative stock performance compared to other

- (1) companies in the S&P 500 Index that continued to file public reports during the period from 1/1/05 through 12/31/07. At the time of the Award, the reporting person reported receipt of performance shares representing 92,268 shares of Common Stock which was maximum number of shares payable under the Award. On 2/6/08, the performance multiplier for the Award was determined to be 136.6%, which resulted in an issuance to the reporting person of 63,019 shares of Common Stock. All share numbers adjusted for 2-for-1 split.
- (2) N/A
- (3) Represents 200% of the target 46,134 performance shares (as adjusted for the two-for-one stock split on 4/18/06) awarded on March 3, 2005, which was the maximum number of shares issuable under the Award for the performance period ended December 31, 2007.

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.

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