CHUBB CORP Form 4 March 05, 2008

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**

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading MOTAMED THOMAS F Issuer Symbol CHUBB CORP [CB] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify X_ Officer (give title 15 MOUNTAIN VIEW ROAD, P.O. 03/03/2008 below) **BOX 1615** Vice Chairman & C.O.O. (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 Form filed by More than One Reporting

WARREN, NJ 070611615

| (City) | (State) (Zi | Table | I - Non-De | rivative S | ecurit | ies Acqui | red, Disposed of, | or Beneficiall | y 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. Securi or(A) or D: (Instr. 3, | ispose | d of (D) | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | Code V | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | (I) (Instr. 4) | |
| COMMON | 03/03/2008 | | M | 2,020 (1) | A | \$ 50.18 | 68,556.07 | D | |
| COMMON | 03/03/2008 | | F | 799 | D | \$ 50.18 | 67,757.07 | D | |
| COMMON | | | | | | | 5,937 | I | By 401(k) Trustee |
| COMMON | | | | | | | 6,811.34 | I | By ESOP |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

Person

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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)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number proof Derivative Securities Acquired (A) or | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|--|---|--------------------------------------|---|---|---|--|--------------------|---|---------------------------------------|
| | Security | | | | Disposed of (D) (Instr. 3, 4, and 5) | | | | |
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amour or Number of Shares |
| RESTRICTED STOCK UNIT 2005 | (1) | 03/03/2008 | | M | 2,020 (1) | <u>(1)</u> | <u>(1)</u> | COMMON | 2,020 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MOTAMED THOMAS F 15 MOUNTAIN VIEW ROAD P.O. BOX 1615 WARREN, NJ 070611615

Vice Chairman & C.O.O.

Signatures

By: Nancy J.
Obremski, POA
03/05/2008

**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).
- On March 3, 2005, the reporting person received a stock unit award in the amount of 18,826 shares with one stock unit being the equivalent of one share of common stock. The reporting person received 2,020 shares from the 2005 stock unit on March 3, 2008. The reporting person has elected to defer receipt of 16,806 of the 18,826 shares until his retirement.

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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