

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 Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

1. Name and Address of Reporting Person *
COX ROBERT C

2. Issuer Name **and** Ticker or Trading Symbol
CHUBB CORP [CB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

15 MOUNTAIN VIEW ROAD, P.O.
BOX 1615

3. Date of Earliest Transaction
(Month/Day/Year)
05/04/2005

____ Director ____ 10% Owner
 __X__ Officer (give title ____ Other (specify
 below) below)

EVP C&S Div. Federal

(Street)

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

6. Individual or Joint/Group Filing (Check Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

WARREN, NJ 070611615

(City) (State) (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)	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	(A) or (D) Price			
COMMON	05/04/2005		S		1,000	D \$ 82.5	16,174	D	
COMMON							3,118.23	I	By ESOP
COMMON							581	I	By Spouse

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)	8. Fair Value of Derivative Security
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount of Underlying Security
PERFORMANCE SHARES 2004 <u>(1)</u>	\$ 0 <u>(2)</u>					<u>(1)</u>	<u>(1)</u>	COMMON	7
PERFORMANCE SHARES 2005 <u>(3)</u>	\$ 0 <u>(2)</u>					<u>(3)</u>	<u>(3)</u>	COMMON	6
STOCK OPTION <u>(6)</u>	\$ 60.75					03/06/1999	03/05/2007	COMMON	4
STOCK OPTION <u>(6)</u>	\$ 78.97					03/05/2000	03/04/2008	COMMON	4
RESTRICTED STOCK UNIT 2004 <u>(4)</u>	\$ 0 <u>(2)</u>					<u>(4)</u>	<u>(4)</u>	COMMON	1
RESTRICTED STOCK UNIT 2005 <u>(5)</u>	\$ 0 <u>(2)</u>					<u>(5)</u>	<u>(5)</u>	COMMON	1
STOCK OPTION <u>(6)</u>	\$ 59.78					03/11/2001	03/10/2009	COMMON	7
STOCK OPTION <u>(6)</u>	\$ 57.69					11/10/2002	11/10/2009	COMMON	9
STOCK OPTION <u>(6)</u>	\$ 57.69					11/10/2003	11/10/2009	COMMON	3
STOCK OPTION <u>(6)</u>	\$ 47.97					03/02/2002	03/02/2010	COMMON	9
STOCK OPTION <u>(6)</u>	\$ 70.85					03/01/2003	03/01/2011	COMMON	7
STOCK OPTION <u>(6)</u>	\$ 73.68					03/07/2003	03/07/2012	COMMON	3
STOCK OPTION <u>(6)</u>	\$ 73.68					03/07/2004	03/07/2012	COMMON	3

STOCK OPTION
(6) \$ 46.05

03/06/2004 03/06/2013 COMMON 4

STOCK OPTION
(6) \$ 46.05

03/06/2005 03/06/2013 COMMON 4

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COX ROBERT C 15 MOUNTAIN VIEW ROAD P.O. BOX 1615 WARREN, NJ 070611615			EVP C&S Div. Federal	

Signatures

/s/ Cox, Robert
C. 05/04/2005

**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) 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.
- (2) Variable Pricing
- (3) 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.
- (4) Restricted Stock Units generally cliff vest on the third anniversary of the grant date.
- (5) Restricted Stock Units generally cliff vest on the third anniversary of the grant date.
- (6) All Stock Options are granted in tandem with tax withholding rights.

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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