

CHUBB CORP
Form 5
February 11, 2015

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

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

(Last) (First) (Middle)

THE CHUBB CORPORATION, 15 MOUNTAIN VIEW ROAD

(Street)

WARREN, NJ 07061-1615

(City) (State) (Zip)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2014

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)
EVP C&S Div. Federal

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|--|--|---|-----------|
| | | | | Amount | (A) or (D) | Price | | | |
| Common Shares | 03/02/2009 | Â | M4 | 208 ⁽¹⁾ | A | \$ 39.46 | 2,143 | I | By Spouse |
| Common Shares | 03/02/2009 | Â | F4 | 83 | D | \$ 39.46 | 2,143 | I | By Spouse |
| Common Shares | 03/01/2010 | Â | M4 | 198 ⁽²⁾ | A | \$ 50.865 | 2,143 | I | By Spouse |
| | 03/01/2010 | Â | F4 | 83 | D | \$ 50.865 | 2,143 | I | |

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| | | | | | | | | | | |
|---------------|------------|---|----|--------------------|---|------------|--------|---|--|-----------|
| Common Shares | | | | | | | | | | By Spouse |
| Common Shares | 03/12/2011 | Â | M4 | 277 ⁽³⁾ | A | \$ 58.63 | 2,143 | I | | By Spouse |
| Common Shares | 03/12/2011 | Â | F4 | 110 | D | \$ 58.63 | 2,143 | I | | By Spouse |
| Common Shares | 02/25/2012 | Â | M4 | 396 ⁽⁴⁾ | A | \$ 68.8275 | 2,143 | I | | By Spouse |
| Common Shares | 02/25/2012 | Â | F4 | 158 | D | \$ 68.8275 | 2,143 | I | | By Spouse |
| Common Shares | 02/24/2013 | Â | M4 | 313 ⁽⁵⁾ | A | \$ 84.5125 | 2,143 | I | | By Spouse |
| Common Shares | 02/24/2013 | Â | F4 | 131 | D | \$ 84.5125 | 2,143 | I | | By Spouse |
| Common Shares | 02/23/2014 | Â | M4 | 264 ⁽⁶⁾ | A | \$ 86.91 | 2,143 | I | | By Spouse |
| Common Shares | 02/23/2014 | Â | F4 | 110 | D | \$ 86.91 | 2,143 | I | | By Spouse |
| Common Shares | Â | Â | Â | Â | Â | Â | 20,781 | D | | Â |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 2270 (9-02)

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 Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title | |
| RESTRICTED STOCK UNITS ⁽⁷⁾ | Â | 03/02/2006 | Â | A4 | 208 Â | Â ⁽⁸⁾ Â ⁽⁸⁾ | Common Shares | 208 |
| RESTRICTED STOCK | Â | 03/01/2007 | Â | A4 | 198 Â | Â ⁽⁸⁾ Â ⁽⁸⁾ | Common Shares | 198 |

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UNITS ⁽⁷⁾

| | | | | | | | | | | |
|---------------------------------------|---|------------|---|----|-----|-----|------------------|------------------|---------------|------|
| RESTRICTED STOCK UNITS ⁽⁷⁾ | Â | 03/12/2008 | Â | A4 | 277 | Â | Â ⁽⁸⁾ | Â ⁽⁸⁾ | Common Shares | 277 |
| RESTRICTED STOCK UNITS ⁽⁷⁾ | Â | 02/25/2009 | Â | A4 | 396 | Â | Â ⁽⁸⁾ | Â ⁽⁸⁾ | Common Shares | 396 |
| RESTRICTED STOCK UNITS ⁽¹⁾ | Â | 03/02/2009 | Â | M4 | Â | 208 | Â ⁽⁸⁾ | Â ⁽⁸⁾ | Common Shares | 208 |
| RESTRICTED STOCK UNITS ⁽⁷⁾ | Â | 02/24/2010 | Â | A4 | 313 | Â | Â ⁽⁸⁾ | Â ⁽⁸⁾ | Common Shares | 313 |
| RESTRICTED STOCK UNITS ⁽²⁾ | Â | 03/01/2010 | Â | M4 | Â | 198 | Â ⁽⁸⁾ | Â ⁽⁸⁾ | Common Shares | 198 |
| RESTRICTED STOCK UNITS ⁽⁷⁾ | Â | 02/23/2011 | Â | A4 | 264 | Â | Â ⁽⁸⁾ | Â ⁽⁸⁾ | Common Shares | 264 |
| RESTRICTED STOCK UNITS ⁽³⁾ | Â | 03/12/2011 | Â | M4 | Â | 277 | Â ⁽⁸⁾ | Â ⁽⁸⁾ | Common Shares | 277 |
| RESTRICTED STOCK UNITS ⁽⁷⁾ | Â | 02/22/2012 | Â | A4 | 233 | Â | Â ⁽⁸⁾ | Â ⁽⁸⁾ | Common Shares | 233 |
| RESTRICTED STOCK UNITS ⁽⁴⁾ | Â | 02/25/2012 | Â | M4 | Â | 396 | Â ⁽⁸⁾ | Â ⁽⁸⁾ | Common Shares | 396 |
| RESTRICTED STOCK UNITS ⁽⁵⁾ | Â | 02/24/2013 | Â | M4 | Â | 313 | Â ⁽⁸⁾ | Â ⁽⁸⁾ | Common Shares | 313 |
| RESTRICTED STOCK UNITS ⁽⁷⁾ | Â | 02/27/2013 | Â | A4 | 238 | Â | Â ⁽⁸⁾ | Â ⁽⁸⁾ | Common Shares | 238 |
| RESTRICTED STOCK UNITS ⁽⁶⁾ | Â | 02/23/2014 | Â | M4 | Â | 264 | Â ⁽⁸⁾ | Â ⁽⁸⁾ | Common Shares | 264 |
| RESTRICTED STOCK UNITS ⁽⁷⁾ | Â | 02/26/2014 | Â | A4 | 358 | Â | Â ⁽⁸⁾ | Â ⁽⁸⁾ | Common Shares | 358 |
| RESTRICTED STOCK UNITS ⁽⁷⁾ | Â | Â | Â | Â | Â | Â | Â ⁽⁸⁾ | Â ⁽⁸⁾ | Common Shares | 7,43 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| COX ROBERT C THE CHUBB CORPORATION 15 MOUNTAIN VIEW ROAD WARREN, NJ 07061-1615 | Ã | Ã | Ã EVP C&S Div. Federal | Ã |

Signatures

/S/Nancy J. Engers, POA 02/11/2015

__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) On March 2, 2006, the reporting person's spouse received a stock unit award in the amount of 208 shares with one stock unit being the equivalent of one share of common stock. This stock unit award was settled in shares of common stock on March 2, 2009.
- (2) On March 1, 2007, the reporting person's spouse received a stock unit award in the amount of 198 shares with one stock unit being the equivalent of one share of common stock. This stock unit award was settled in shares of common stock on March 1, 2010.
- (3) On March 12, 2008, the reporting person's spouse received a stock unit award in the amount of 277 shares with one stock unit being the equivalent of one share of common stock. This stock unit award was settled in shares of common stock on March 12, 2011.
- (4) On February 25, 2009, the reporting person's spouse received a stock unit award in the amount of 396 shares with one stock unit being the equivalent of one share of common stock. This stock unit award was settled in shares of common stock on February 25, 2012.
- (5) On February 24, 2010, the reporting person's spouse received a stock unit award in the amount of 313 shares with one stock unit being the equivalent of one share of common stock. This stock unit award was settled in shares of common stock on February 24, 2013.
- (6) On February 23, 2011, the reporting person's spouse received a stock unit award in the amount of 264 shares with one stock unit being the equivalent of one share of common stock. This stock unit award was settled in shares of common stock on February 23, 2014.
- (7) Restricted Stock Units generally cliff vest on the third anniversary of the grant date.
- (8) N/A

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Remarks:

The reporting person's spouse received annual awards of Restricted Stock Units from 2006 through 2014.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.