

CHUBB CORP
Form 8-K
April 29, 2015
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d)

of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) April 28, 2015

THE CHUBB CORPORATION

(Exact name of registrant as specified in its charter)

New Jersey
(State or other jurisdiction

of incorporation)

1-8661
(Commission

File Number)

13-2595722
(IRS Employer

Identification No.)

15 Mountain View Road, Warren, New Jersey

(Address of principal executive offices)

07059

(Zip Code)

Registrant's telephone number, including area code (908) 903-2000

Not Applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 5.07 Submission of Matters to a Vote of Security Holders.
Signatures

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The Annual Meeting of Shareholders of The Chubb Corporation (the Corporation) was held on April 28, 2015. Matters submitted to shareholders at the meeting and the voting results thereof were as follows:

Election of Directors. The shareholders of the Corporation elected each of the director nominees proposed by the Corporation's Board of Directors to serve until the next annual meeting of shareholders and until his or her successor is duly elected and qualified. The following is a breakdown of the voting results:

| Director | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|---------------------|------------------|----------------------|--------------------|-------------------------|
| Zoë Baird Budinger | 181,847,558 | 2,072,289 | 0 | 21,034,517 |
| Sheila P. Burke | 179,615,228 | 4,304,619 | 0 | 21,034,517 |
| James I. Cash, Jr. | 181,010,113 | 2,909,734 | 0 | 21,034,517 |
| John D. Finnegan | 178,694,689 | 5,225,158 | 0 | 21,034,517 |
| Timothy P. Flynn | 183,626,593 | 293,254 | 0 | 21,034,517 |
| Karen M. Hoguet | 183,686,727 | 233,120 | 0 | 21,034,517 |
| Lawrence W. Kellner | 182,883,425 | 1,036,422 | 0 | 21,034,517 |
| Martin G. McGuinn | 182,593,543 | 1,326,304 | 0 | 21,034,517 |
| Lawrence M. Small | 181,092,532 | 2,827,315 | 0 | 21,034,517 |
| Jess Sørderberg | 183,606,320 | 313,527 | 0 | 21,034,517 |
| Daniel E. Somers | 182,299,970 | 1,619,877 | 0 | 21,034,517 |
| William C. Weldon | 182,376,956 | 1,542,891 | 0 | 21,034,517 |
| James M. Zimmerman | 182,587,649 | 1,332,198 | 0 | 21,034,517 |
| Alfred W. Zollar | 181,390,809 | 2,529,038 | 0 | 21,034,517 |

Ratification of the Appointment of Ernst & Young LLP as Independent Auditor. The shareholders of the Corporation ratified the appointment of Ernst & Young LLP as the Corporation's independent auditor. The following is a breakdown of the voting results:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------------|----------------------|--------------------|-------------------------|
| 203,490,153 | 1,280,751 | 183,460 | 0 |

Advisory Vote on Executive Compensation. The shareholders of the Corporation approved, on an advisory basis, the Corporation's compensation program for its named executive officers as set forth in the Corporation's 2015 Proxy Statement. The following is a breakdown of the voting results:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------------|----------------------|--------------------|-------------------------|
| 138,295,982 | 44,634,948 | 988,917 | 21,034,517 |

Shareholder Proposal Regarding the Preparation of an Annual Sustainability Report. The shareholders of the Corporation rejected a shareholder proposal regarding the preparation of an annual sustainability report. The following is a breakdown of the voting results:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------------|----------------------|--------------------|-------------------------|
|------------------|----------------------|--------------------|-------------------------|

| | | | |
|------------|-------------|------------|------------|
| 43,626,521 | 109,957,468 | 30,335,858 | 21,034,517 |
|------------|-------------|------------|------------|

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: April 29, 2015

THE CHUBB CORPORATION

By: /s/ Maureen A. Brundage
Name: Maureen A. Brundage
Title: Executive Vice President, General
Counsel and Corporate Secretary