ZOLLAR ALFRED W

Form 4 April 28, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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obligations

may continue.

See Instruction

Check this box

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 * **ZOLLAR ALFRED W**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

CHUBB CORP [CB]

(Check all applicable)

(Last)

(First)

(Middle)

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

X Director Officer (give title

10% Owner Other (specify

TIVOLI SOFTWARE GROUP, IBM

CORPORATION, 294 ROUTE 100 (Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

04/26/2005

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

D

below)

SOMERS, NY 10589

(State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

(City)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A) or

Reported Transaction(s) (Instr. 3 and 4)

Following

Code V Amount (D) Price

4,000

COMMON

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)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

Conversion

3. Transaction Date 3A. Deemed

4. 5. Number (Month/Day/Year) Execution Date, if Transaction Derivative Expiration Date

6. Date Exercisable and

7. Title and A Underlying Se

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(Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)
				Code V	(A) (D) Date Exercisable	Expiration Date	Title
PERFORMANCE SHARES 2005 (1)	\$ 0 (2)	04/26/2005		A	1,722	<u>(1)</u>	<u>(1)</u>	COMMON
STOCK UNITS 2005 (3)	\$ 0 (2)	04/26/2005		A	287	(3)	(3)	COMMON
PERFORMANCE SHARES 2004 (4)	\$ 0 (2)					<u>(4)</u>	<u>(4)</u>	COMMON
STOCK OPTION (5)	\$ 64.9					04/24/2001	04/26/2032	COMMON
STOCK OPTION (5)	\$ 76.32					04/30/2002	04/26/2032	COMMON
STOCK OPTION (5)	\$ 53.02					04/29/2003	04/26/2032	COMMON
STOCK UNITS (3)	\$ 0 (2)					(3)	(3)	COMMON

Reporting Owners

Reporting Owner Name / Address	Relationships					
1000	Director	10% Owner	Officer	Other		
ZOLLAR ALFRED W TIVOLI SOFTWARE GROUP, IBM CORPORATION 294 ROUTE 100 SOMERS, NY 10589	X					
0:						

Signatures

By: Patricia S.
Tomczyk, POA

04/28/2005

**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).
- (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, 2007.

(2) Variable Pricing

Reporting Owners 2

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- (3) Stock Units vest on the grant date and are payable in stock at the earlier of the third anniversary of the grant or termination of service as a director, unless subject to a deferral election.
- (4) 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.
- (5) 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. 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.