

CHUBB CORP  
Form 8-K  
April 28, 2011

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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 26, 2011  
THE CHUBB CORPORATION**

(Exact name of registrant as specified in its charter)

**New Jersey**

**1-8661**

**13-2595722**

(State or other jurisdiction of  
incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

**15 Mountain View Road, Warren, New Jersey**

**07059**

(Address of principal executive offices)

(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 26, 2011. 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 his or her successor is duly elected and qualified. The following is a breakdown of the voting results:

<b>Director</b>	<b>Votes For</b>	<b>Votes Against/Withheld</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
Zoë Baird	225,517,851	3,276,755	0	24,701,046
Sheila P. Burke	221,451,383	7,343,223	0	24,701,046
James I. Cash, Jr.	225,980,201	2,814,405	0	24,701,046
John D. Finnegan	222,559,172	6,235,434	0	24,701,046
Lawrence W. Kellner	228,193,183	601,423	0	24,701,046
Martin G. McGuinn	223,855,316	4,939,290	0	24,701,046
Lawrence M. Small	225,634,609	3,159,997	0	24,701,046
Jess Sørderberg	228,357,950	436,656	0	24,701,046
Daniel E. Somers	223,830,654	4,963,952	0	24,701,046
James M. Zimmerman	223,895,530	4,899,076	0	24,701,046
Alfred W. Zollar	223,739,064	5,055,542	0	24,701,046

*Adoption of The Chubb Corporation Annual Incentive Compensation Plan (2011).* The shareholders of the Corporation approved the adoption of The Chubb Corporation Annual Incentive Compensation Plan (2011). The following is a breakdown of the voting results:

<b>Votes For</b>	<b>Votes Against/Withheld</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
220,937,625	7,379,337	477,644	24,701,046

*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:

<b>Votes For</b>	<b>Votes Against/Withheld</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
249,948,155	3,332,695	214,802	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. The following is a breakdown of the voting results:

<b>Votes For</b>	<b>Votes Against/Withheld</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
213,597,096	11,158,111	4,039,399	24,701,046

*Advisory Vote on the Frequency of the Shareholder Vote on Executive Compensation.* The shareholders of the Corporation recommended that the shareholder advisory vote regarding the Corporation's compensation program for its Named Executive Officers take place on an annual basis. The following is a breakdown of the voting results:

<b>Three Years</b>	<b>Two Years</b>	<b>One Year</b>	<b>Abstention</b>
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60,616,169

2,093,796

165,716,335

368,306

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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 thereunto duly authorized.

**THE CHUBB CORPORATION**

Date: April 28, 2011

By: /s/ W. Andrew Macan  
Name: W. Andrew Macan  
Title: Vice President and Secretary