

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

BANCROFT PHILIP V  Chubb Ltd [ CB ]  (Last) (First) (Middle)  3. Date of Earliest Transaction (MM/DD/YYYY)  8/9/2017  Executive Vice President*  (Street)  4. If Amendment, Date Original Filed (MM/DD/YYYY)  6. Individual or Joint/Group Filing (Check Applicable Line)	1. Name and Address of Reporting Person *						Issue	r Nan	ne <b>and</b> Tic	ker	or Trad	ing Syn	nbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Common Shares   Soy2017	BANCROF	Γ PHILII	P V			$\mathbf{C}$	hub	b Lt	d [ CB ]					(	, ,			
Common Shares						3.	Date	of Ea	rliest Tran	sact	ion (MM	I/DD/YYY	YY)					
HAMILTON, D0 HM 08	THE CHUB	B BUILI	DING., 1	7					8	/9/2	2017			Executive Vice President*				
HAMILTON, D0 HM 08																		
Table   1 - Non-Derivative Securities   Acquirect,   Disposed of Core   Form filed by More than One Reporting Personnel (1)   Content of Security   Content of Securities						4.	If An	nendn	nent, Date	Orig	ginal Fi	led (MM	/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)				
Table 1 - Non-Derivative   Security   Common Shares   Security	HAMILTON, D0 HM 08													X Form filed by One Reporting Person				
Title of Security (Instr. 3)   2. Trans. Date   2. Trans. Date   3. Trans. Code   4. Securities Ago (10) (Instr. 3)   4. Securities Ago (10) (Instr. 4)   4. Securities Ago	(0	City) (Sta	ate) (Zi	ip)										T of the filled by	wiore man	nie reeporting r	CISON	
Title of Security (Instr. 3)   2. Trans. Date   2. Trans. Date   3. Trans. Code   4. Securities Ago (10) (Instr. 3)   4. Securities Ago (10) (Instr. 4)   4. Securities Ago				Table	I - No	n_Dei	rivat	ive Se	curities A	can	ired D	isnosed	of or Ren	eficially Own	ed			
Common Shares	1 Title of Security												-			ially Owned	6	7 Nature
Common Shares					Е	ecuti	ution			Disposed of (D)		I	Following Reported	ving Reported Transaction(s)		Ownership of Form:	of Indirect Beneficial	
Common Shares												(4)					or Indirect	
Solit   Soli									Code		Amount		Price					•
Common Shares   Sy2017   Sy10   Sy1	Common Shares				8/9/2017				M		16638	A	\$85.39		344560		D	
Common Shares	Common Shares 8/9/20				8/9/201	7			s (1)		7124	D	\$148.86 <sup>(2)</sup>		337436		D	
Common Shares   89/2017   S   M   13548   A   \$73.35   341470   D   Common Shares   89/2017   S   S   M   S   M   S   M   S   M   S   M   S   M   M	Common Shares 8/9/2017					7			s (1)		1780	D	\$148.86 <sup>(3)</sup>		335656		D	
Common Shares   Security   Secu	Common Shares 8/9/2017					7			S (1)		7734	D	\$148.86 <sup>(4)</sup>		327922		D	
Note	Common Shares 8/9/2017				7					13548			341470		D			
Common Shares   Sy9/2017   S   S   Sy   Sy   Sy   Sy   Sy   Sy	Common Shares 8/9/2017				7			S (1)		6093	D	\$148.86 (5)	335377		D			
Common Shares   Separate   Sepa	Common Shares 8/9/2017				7					5964	D	\$148.86 <u>(6)</u>		329413				
Common Shares	Common Shares 8/9/2017					7			S (1)		1491	D	\$148.85 <u>(7)</u>				D	
Common Shares												-						
Common Shares																		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)   1. Title of Derivate Security (Instr. 3)																D		
1. Title of Derivate Security (Instr. 3)   2. Conversion or Exercise Particle of Date Security (Instr. 3)   2. Conversion or Exercise Particle of Date Security (Instr. 3)   3A. Deemed Security (Instr. 8)   3A. Deemed Security (Instr. 9)   3A. Deemed Security (Instr. 3)   3B. Deemed Security (Instr. 4)   3B. Deemed Security (Instr. 5)   3B. Deemed Security (In	Common Shares 8/9/2017				7			s (1)		7384	D	\$148.86 (10)		327922		D		
Security (Instr. 3) $\frac{\text{Security}}{\text{Conversion or Exercise Price of Derivative Security}}{\frac{\text{Conversion or Exercise Price of Derivative Security}}{\frac{\text{Code}}{\text{Code}}} = \frac{\text{V}}{\text{V}} = \frac{\text{V}}{\text{A}} = \frac{\text{Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)}}{\frac{\text{Code}}{\text{Code}}} = \frac{\text{V}}{\text{V}} = \frac{\text{V}}{\text{A}} = \frac{\text{Date}}{\text{Code}}} = \frac{\text{Expiration Date}}{\text{Date}} = \frac{\text{Expiration Date}}{\text{Common Shares}} = \frac{\text{Securities Underlying Derivative Security}}{\frac{\text{Common Shares}}{\text{Common Shares}}} = \frac{\text{Derivative Securities Price of Derivative Security}}{\text{Clinstr. 3}} = \frac{\text{Options to Acquire Common Shares}}{\text{Number of Shares}} = \frac{\text{Expiration Date}}{\text{Code}} = \frac{\text{Expiration Date}}{\text{Code}} = \frac{\text{Expiration Date}}{\text{Date}} = \frac{\text{Expiration Date}}{\text{Expiration Date}} = \frac{\text{Expiration Date}}{\text{Number of Shares}} = \frac{\text{Derivative Security}}{\text{Clinstr. 5}} = \frac{\text{Options to Acquire Common Shares}}{\text{Number of Shares}} = \frac{\text{Number of Shares}}{Number$		Tab	le II - Der	ivative	e Secur	ities	Bene	ficial	y Owned	( e.g	z., puts	s, calls,	warrants, o	options, conve	ertible sec	urities)		
Code   V   Code   V   Code   V   Code   V   Code   V   Code   C	Security	Conversion or Exercise Price of Derivative	on Date se	Executi	ion (I			Derivative Securities Acquired (A) or Disposed of (D)					Securities Un Derivative S	Jnderlying Derivation Security Derivation Security		derivative Securities Beneficially Owned	Ownership of Form of Derivative Security:	of Indirect Beneficial Ownership
Acquire Common Shares         \$85.39         \$8/9/2017         M         16638         (11)         \$2/23/2023         Common Shares         16638         \$0.00         \$13542         (12)         D           Options to Acquire Common Shares         \$73.35         \$8/9/2017         M         13548         (13)         \$2/23/2022         Common Shares         13548         \$0.00         \$99994         \$14         D           Options to Acquire Common         \$62.64         \$8/9/2017         M         16863         \$15         \$2/24/2021         Common Shares         \$0.00         \$83131         \$16         D		Security				Code	v	(A)	(D)				Title	Number of		Reported Transaction(s)	or Indirect (I) (Instr.	
Acquire Common S73.35 8/9/2017 M 13548 (13) 2/23/2022 Common Shares 13548 \$0.00 99994 (14) D  Options to Acquire Common S62.64 8/9/2017 M 16863 (15) 2/24/2021 Common Shares 16863 \$0.00 83131 (16) D	Acquire Common	\$85.39	8/9/2017			M			16638		(11)	2/28/2023		16638	\$0.00	113542 (12)	D	
Acquire Common   \$62.64   8/9/2017   M     16863   115   2/24/2021   Common   16863   \$0.00   \$3131   116   D	Acquire Common	\$73.35	8/9/2017			М			13548		(13)	2/23/2022		13548	\$0.00	99994 (14)	D	
	Acquire Common	\$62.64	8/9/2017			M			16863		(15)	2/24/202		16863	\$0.00	83131 (16)	D	

#### **Explanation of Responses:**

- (1) Sale of Common Shares in connection with broker-assisted cashless exercise of options.
- (2) The Common Shares reported herein as being sold were sold at a range of between \$148.74 and \$149.00 per share. The sale price reported above represents the weighted average sale price for the reported transaction and has been rounded to the nearest cent.
- (3) The Common Shares reported herein as being sold were sold at a range of between \$148.71 and \$148.95 per share. The sale price reported above represents the weighted average sale price for the reported transaction and has been rounded to the nearest cent.
- (4) The Common Shares reported herein as being sold were sold at a range of between \$148.73 and \$149.01 per share. The sale price reported above represents

- the weighted average sale price for the reported transaction and has been rounded to the nearest cent.
- (5) The Common Shares reported herein as being sold were sold at a range of between \$148.74 and \$148.98 per share. The sale price reported above represents the weighted average sale price for the reported transaction and has been rounded to the nearest cent.
- (6) The Common Shares reported herein as being sold were sold at a range of between \$148.71 and \$149.00 per share. The sale price reported above represents the weighted average sale price for the reported transaction and has been rounded to the nearest cent.
- (7) The Common Shares reported herein as being sold were sold at a range of between \$148.71 and \$148.95 per share. The sale price reported above represents the weighted average sale price for the reported transaction and has been rounded to the nearest cent.
- (8) The Common Shares reported herein as being sold were sold at a range of between \$148.71 and \$149.02 per share. The sale price reported above represents the weighted average sale price for the reported transaction and has been rounded to the nearest cent.
- (9) The Common Shares reported herein as being sold were sold at a range of between \$148.75 and \$148.94 per share. The sale price reported above represents the weighted average sale price for the reported transaction and has been rounded to the nearest cent.
- (10) The Common Shares reported herein as being sold were sold at a range of between \$148.71 and \$149.04 per share. The sale price reported above represents the weighted average sale price for the reported transaction and has been rounded to the nearest cent.
- (11) The stock options vested in equal installments on February 28, 2014, February 28, 2015 and February 28, 2016.
- (12) 1,171 options of this tranche have not been exercised. Total also includes options from other tranches with different exercise prices, vesting dates and expiration dates.
- (13) The stock options vested in equal installments on February 23, 2013, February 23, 2014 and February 23, 2015.
- (14) 1,363 options of this tranche have not been exercised. Total also includes options from other tranches with different exercise prices, vesting dates and expiration dates.
- (15) The stock options vested in equal installments on February 24, 2012, February 24, 2013 and February 24, 2014.
- (16) 1,596 options of this tranche have not been exercised. Total also includes options from other tranches with different exercise prices, vesting dates and expiration dates.

#### Remarks:

\*and Chief Financial Officer

**Reporting Owners** 

Reporting Owner Name / Address	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
BANCROFT PHILIP V THE CHUBB BUILDING, 17 WOODBOURNE AVENUE HAMILTON, DO HM 08			Executive Vice President*						

### **Signatures**

/s/ Samantha Froud, Attorney-in-fact

\*\*Signature of Reporting Person

\*\*Date

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

- \* 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).

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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