

FORM 4

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).

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

| | | |
|---|---|--|
| 1. Name and Address of Reporting Person - * | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |
| RINGSTED SEAN | Chubb Ltd [CB] | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) EVP, Chief Risk Officer and* |
| (Last) (First) (Middle) | 3. Date of Earliest Transaction (MM/DD/YYYY) | |
| THE CHUBB BUILDING, 17 WOODBOURNE AVENUE | 11/10/2017 | |
| (Street) | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | 6. Individual or Joint/Group Filing (Check Applicable Line) |
| HAMILTON, D0 HM 08 | | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) (State) (Zip) | | |

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

| 1. Title of Security (Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|------------------------------------|----------------|---|------------------------------|---|---|---------------|---|---|---|
| | | | Code | V | Amount | (A) or (D) | | | |
| Common Shares | 11/10/2017 | | M | | 9850 | A | \$60.28 | 171667 | D |
| Common Shares | 11/10/2017 | | S (1) | | 9850 | D | \$151.40 (2) | 161817 | D |
| Common Shares | 11/10/2017 | | M | | 13880 | A | \$38.51 | 175697 | D |
| Common Shares | 11/10/2017 | | S (1) | | 13880 | D | \$151.35 (3) | 161817 | D |
| Common Shares | 11/10/2017 | | S | | 5000 | D | \$151.52 (4) | 156817 | D |

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|-------------------|---|---------------------------------|---|---|--|--------------------|--|----------------------------------|---|--|---|--|
| | | | | Code | V | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Options to Acquire Common Shares | \$60.28 | 11/10/2017 | | M | | 9850 | (5) | 2/27/2018 | Common Shares | 9850 | \$0.00 | 110202 (6) | D | |
| Options to Acquire Common Shares | \$38.51 | 11/10/2017 | | M | | 13880 | (7) | 2/26/2019 | Common Shares | 13880 | \$0.00 | 96322 (6) | 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 \$151.30 and \$151.41 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 \$151.31 and \$151.46 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 \$151.50 and \$151.56 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 stock options vested in equal installments on February 27, 2009, February 27, 2010 and February 27, 2011.
- (6) All options of this tranche have been exercised. Total includes options from other tranches with different exercise prices, vesting dates and expiration dates.
- (7) The stock options vested in equal installments on February 26, 2010, February 26, 2011 and February 26, 2012.

Remarks:

*Chief Actuary

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| RINGSTED SEAN THE CHUBB BUILDING 17 WOODBOURNE AVENUE HAMILTON, D0 HM 08 | | | EVP, Chief Risk Officer and* | |

Signatures

/s/Samantha Froud, Attorney-in-fact

11/14/2017

—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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