Form

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# FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

Washington, D.C. 20549

**OMB APPROVAL OMB** 3235-0287

Number:

January 31,

Expires:

2005

0.5

Estimated average burden hours per

response...

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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

2. Issuer Name and Ticker or Trading

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

may continue.

See Instruction

1. Name and Address of Reporting Person \* HOFMANN HERBERT C

(Zip)

5. Relationship of Reporting Person(s) to

Issuer

LOEWS CORP [L]

(Check all applicable)

(Last)

(City)

(Middle) (First)

3. Date of Earliest Transaction

Director \_X\_\_ Officer (give title

10% Owner Other (specify

667 MADISON AVENUE

(Month/Day/Year) 03/25/2011

below)

below)

7. Nature of Indirect Beneficial Ownership (Instr. 4)

Symbol

Sr. Vice President

4. If Amendment, Date Original

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

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

NEW YORK CITY, NY 10065-8087 (State)

(Street)

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1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of (D)				5. Amount of Securities	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
(Instr. 3)	(*********	any (Month/Day/Year)	ny Code (Instr. 3, 4 and 5)				Beneficially Owned Following		
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	03/25/2011		M	2,812	A	\$ 34.89	2,812	D	
Common Stock	03/25/2011		M	2,812	A	\$ 38.31	5,624	D	
Common Stock	03/25/2011		D	4,794	D	\$ 42.93	8,300	D	
Common Stock	03/25/2011		S	303	D	\$ 43.11 (1)	527	D	

#### Edgar Filing: - Form

Common Stock S 527 D 43.07 0 D

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

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SEC 1474

(9-02)

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	Secur Acqui (A) or	erivative rities ired r osed of 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right	\$ 34.89	03/25/2011		M		2,812	(2)	01/31/2016	Common Stock	2,812
Stock Appreciation Right	\$ 38.31	03/25/2011		M		2,812	(2)	01/31/2016	Common Stock	2,812

### **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
HOFMANN HERBERT C 667 MADISON AVENUE NEW YORK CITY, NY 10065-8087			Sr. Vice President					

#### **Signatures**

/s/ Gary W. Garson, by power of attorney for Herbert C.
Hofmann
03/28/2011

\*\*Signature of Reporting Person Date

Reporting Owners 2

#### **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).
- Represents the weighted average price of multiple transactions with a range of prices between \$43.07 and \$43.08. The Reporting Person,
- (1) upon request by the Commission Staff, the Issuer or a security holder of the Issuer, undertakes to provide further information regarding the number of securities at each separate price sold.
- (2) The derivative security became exercisable in four equal annual installments beginning on January 31, 2007.
- (3) The Reporting Person received the Derivative Security pursuant to a stock appreciation right grant at no cost.

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.