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LOEWS C Form 4	ORP							
April 02, 2	012							
FOR	M 4			AND EXCHANGE			PPROVAL	
	OMB Number:	3235-0287						
if no lo subject Section Form 4 Form 5 obligat may co	to 16. or Filed pu tons Section 17	rsuant to Sect (a) of the Pub	HANGES IN SECUE tion 16(a) of th olic Utility Hole the Investment	Expires: January 31, 2005 Estimated average burden hours per response 0.5				
1(b).	uueuon							
(Print or Type	e Responses)							
1. Name and Address of Reporting Person <u>*</u> HOFMANN HERBERT C			. Issuer Name and mbol DEWS CORP	I Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
(Leat)	(First)				(Chec	k all applicabl	all applicable)	
(Last) (First) (Middle) 667 MADISON AVENUE			Date of Earliest Tr fonth/Day/Year) /30/2012	ransaction	Director 10% Owner X Officer (give title Other (specify below) Sr. Vice President			
	(Street)		If Amendment, Da ed(Month/Day/Year	-	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
NEW YO	RK, NY 10065-80	87			Person	lore than One R	eporting	
(City)	(State)	(Zip)	Table I - Non-I	Derivative Securities A	cquired, Disposed of	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date any	Code Year) (Instr. 8)	4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	SecuritiesFBeneficially(Owned(5. Ownership Form: Direct D) or Indirect I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Damia 1 D		- f	Code V					
Keminder: R	eport on a separate lin	e for each class o	or securities benef	information cont required to respo	or indirectly. spond to the collec ained in this form ond unless the for ntly valid OMB con	are not m	SEC 1474 (9-02)	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

number.

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securitie
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	(Instr. 8) Acquire or Disp (D) (Instr. 3 and 5)		sposed of . 3, 4,				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shar
Stock Appreciation Right	\$ 39.41	03/30/2012		A		11,250		<u>(1)</u>	01/10/2022	Common Stock	11,25

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 0	Director	10% Owner	Officer	Other				
HOFMANN HERBERT C 667 MADISON AVENUE NEW YORK, NY 10065-8087			Sr. Vice President					

Signatures

/s/ Gary W. Garson, by power of attorney for Herbert C. Hofmann <u>**Signature of Reporting Person</u> Date

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) The stock appreciation right becomes exercisable in four equal annual installments beginning on January 10, 2013.

(2) 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.