

LOEWS CORP
Form 4
January 05, 2015

FORM 4

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

OMB APPROVAL

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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
TISCH JONATHAN M

(Last) (First) (Middle)
667 MADISON AVENUE
(Street)

NEW YORK, NY 10065-8087

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
LOEWS CORP [L]

3. Date of Earliest Transaction (Month/Day/Year)
01/02/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Co-Ch. of Bd/Off. of the Pres.

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction 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) | Price |
| Common Stock | 01/02/2015 | | M | | 15,000 | A | \$ 23.68 |
| Common Stock | 01/02/2015 | | M | | 15,000 | A | \$ 24.32 |
| Common Stock | 01/02/2015 | | M | | 15,000 | A | \$ 25.91 |
| Common Stock | 01/02/2015 | | M | | 4,274 | A | \$ 30.54 |
| Common Stock | 01/02/2015 | | S | | 49,274 | D | \$ 41.76 |
| | | | | | | | (1) |

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| | | | | | | | |
|--------------|------------|--|---|--------|-----------|---------------------------|-----------|
| Common Stock | | | | | 8,578,867 | I | By Trusts |
| Common Stock | 01/05/2015 | | M | 10,726 | A | \$ 30.54 <u>(1)</u> | 10,726 D |
| Common Stock | 01/05/2015 | | S | 10,726 | D | \$ 40.82 <u>(2)</u> | 0 D |
| Common Stock | | | | | 8,578,867 | I | By Trusts |

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

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(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. Transaction 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 (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Stock Option | \$ 23.68 | 01/02/2015 | | M | 15,000 | <u>(3)</u> | 01/20/2015 | Common Stock | 15,000 |
| Stock Option | \$ 24.32 | 01/02/2015 | | M | 15,000 | <u>(3)</u> | 01/20/2015 | Common Stock | 15,000 |
| Stock Option | \$ 25.91 | 01/02/2015 | | M | 15,000 | <u>(3)</u> | 01/20/2015 | Common Stock | 15,000 |
| Stock Option | \$ 30.54 | 01/02/2015 | | M | 4,274 | <u>(3)</u> | 01/20/2015 | Common Stock | 4,274 |
| Stock Option | \$ 30.54 | 01/05/2015 | | M | 10,726 | <u>(3)</u> | 01/20/2015 | Common Stock | 10,726 |

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

TISCH JONATHAN M
667 MADISON AVENUE X Co-Ch. of Bd/Off. of the Pres.
NEW YORK, NY 10065-8087

Signatures

/s/ Gary W. Garson by power of attorney for Jonathan M. 01/05/2015
Tisch

__Signature of Reporting Person 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) Represents the weighted average price of multiple transactions with a range of prices between \$41.52 and \$42.21. The Reporting Person, 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) Represents the weighted average price of multiple transactions with a range of prices between \$40.63 and \$41.26. The Reporting Person, 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.
 - (3) The stock option became exercisable in four equal annual installments beginning on January 20, 2006.
 - (4) The Reporting Person received the Derivative Security pursuant to a stock option 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.