

TISCH JAMES S
Form 4
January 03, 2018

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
TISCH JAMES S

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

667 MADISON AVENUE

3. Date of Earliest Transaction
(Month/Day/Year)
01/02/2018

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Pres.&Chief Exec. Officer

(Street)

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

NEW YORK CITY, NY 10065-8087

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ 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. 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	01/02/2018		M		15,000	A	\$ 49.17	2,924,189	D
Common Stock	01/02/2018		M		15,000	A	\$ 40.34	2,939,189	D
Common Stock	01/02/2018		M		15,000	A	\$ 47.71	2,954,189	D
Common Stock	01/02/2018		M		15,000	A	\$ 38.38	2,969,189	D
Common Stock	01/02/2018		D		52,426	D	\$ 50.24	2,916,763	D

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Common Stock	01/02/2018		D	7,574	D	\$ 49.92 (1)	2,909,189	D
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Common Stock							12,622,184	I	By Trusts
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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 Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right	\$ 49.17	01/02/2018		M	15,000	<u>(2)</u>	01/08/2018	Common Stock	15,000
Stock Appreciation Right	\$ 40.34	01/02/2018		M	15,000	<u>(2)</u>	01/08/2018	Common Stock	15,000
Stock Appreciation Right	\$ 47.71	01/02/2018		M	15,000	<u>(2)</u>	01/08/2018	Common Stock	15,000
Stock Appreciation Right	\$ 38.38	01/02/2018		M	15,000	<u>(2)</u>	01/08/2018	Common Stock	15,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
TISCH JAMES S 667 MADISON AVENUE NEW YORK CITY, NY 10065-8087	X Pres.&Chief Exec. Officer

Signatures

/s/ Glenn P. Zarin by power of attorney for James S.
Tisch

01/03/2018

__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).

Represents the weighted average price of multiple transactions with a range of prices between \$49.92 and \$50.24. 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 Stock Appreciation Rights became exercisable in four equal installments beginning on January 8, 2009.

(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.

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