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SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported) December 7, 1994  
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LOEWS CORPORATION

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(Exact Name of Registrant as Specified in Charter)

Delaware	1-6541	13-2646102
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(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)
667 Madison Avenue, New York, N.Y.		10021-8087
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(Address of Principal Executive Offices)		(Zip Code)

Registrant's telephone number, including area code (212) 545-2000  
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(Former Name or Former Address, if Changed Since Last Report)

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Item 5. Other Events.

On December 6, 1994, CNA Financial Corporation ("CNA"), an 84% owned subsidiary of Loews Corporation, issued a press release which stated that CNA and The Continental Corporation ("Continental") signed an agreement under which CNA will acquire Continental through a cash merger for \$1.1 billion. A copy of the press release is attached hereto as Exhibit 99.01 and is incorporated herein by reference.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

LOEWS CORPORATION

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(Registrant)

Dated: December 7, 1994

By: /s/ Barry Hirsch

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Barry Hirsch  
Senior Vice President

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CNA	Media Contacts:	Arthur O'Connor
	Dave Thomson	Continental Public Relations
	CNA Public Relations	212-440-7975
	312-822-2084	
	Carrie Rosen	Sherrie Saag
	CNA Media Relations	CNA Media Relations
	212-822-5819	312-822-2085

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NEWS	CNA Insurance Companies
	CNA Plaza
	Chicago, Illinois 60685

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FOR IMMEDIATE RELEASE

CNA FINANCIAL CORPORATION TO ACQUIRE  
THE CONTINENTAL CORPORATION FOR \$1.1 BILLION

CHICAGO, December 6, 1994 - CNA Financial Corporation (CNA) and The Continental Corporation (Continental) today have signed an agreement under which CNA will acquire Continental through a cash merger for \$1.1 billion, or \$20 a share. The acquisition will create the seventh largest U.S. insurance group.

Dennis H. Chookaszian, Chairman and Chief Executive Officer of the CNA Insurance Companies, said that the acquisition presents a unique opportunity to build a world-class insurance organization.

Continental's Chairman and Chief Executive Officer John P. Mascotte said that the merger will achieve an impressive collaboration of the talents, strengths and resources of both companies.

Both boards have approved the transaction. The acquisition may be funded with long-term debt or may include a combination of long-term debt and equity.

In conjunction with CNA's acquisition of Continental, CNA will invest an additional \$275 million which takes the place of the funds that Insurance Partners, L.P., had committed under a previous agreement with Continental.

Chookaszian said that the acquisition of Continental will expand CNA's product portfolio for customers and agents. "The opportunity to acquire high-quality assets and gain additional market presence, while building on our solid financial strength is very exciting," he said.

"Numerous economics of scale and market efficiencies make the agreement an excellent business decision," said Chookaszian. "We see opportunities to apply both companies' experience in improving efficiencies, and this should reduce costs. In addition, the insurance expertise of CNA and Continental can be further leveraged through the agents and brokers of both organizations."

CNA's solid capital position, high-quality, conservative investment portfolio and positive operating trends all contribute to CNA's ability to make a success of the acquisition. CNA's strong debt-to-capital ratio of 17 percent, plus the economic benefits of the acquisition, will more than support the financing.

CNA and Continental will jointly seek regulatory approvals as quickly as possible. Until the acquisition is completed, Continental will continue to operate independently. Mascotte will continue as chairman and chief executive officer for the interim period. In addition, a transition team composed of key people from both organizations will be formed to ensure that CNA and Continental are smoothly combined.

CNA Financial Corporation is the parent company of the CNA Insurance Companies, the 12th largest U.S. insurance organization and the sixth largest U.S. property-casualty insurance group as measured by 1993 premium volume. Loews Corporation owns 84 percent of the common stock of

CNA Financial Corporation. CNA had 1993 revenues of \$11 billion and assets of \$41.9 billion as of December 31, 1993. The principle CNA Insurance Companies are Continental Casualty Company and Continental Assurance Company.

The Continental Corporation, headquartered in New York, is the 11th largest U.S. property-casualty insurance company based on 1993 premium volume. Continental had 1993 revenues of \$5 billion and assets of \$16 billion as of December 31, 1993.