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

FORM 13F HOLDINGS REPORT

INFORMATION REQUIRED OF INSTITUTIONAL INVESTMENT MANAGERS PURSUANT TO
SECTION 13(f) OF THE SECURITIES EXCHANGE ACT OF 1934 AND RULES THEREUNDER

Report for the Quarter Ended March 31, 1999

(Please read instructions before preparing form.)

If amended report check here: []

Loews Corporation

Name of Institutional Investment Manager

667 Madison Avenue New York New York 10021

Business Address (Street) (City) (State) (Zip)

Barry Hirsch, Senior Vice President (212) 521-2920

Name, Phone No., and Title of Person Duly Authorized to Submit This Report.

ATTENTION

Intentional misstatements or omissions of facts constitute Federal Criminal
Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

The institutional investment manager submitting this Form and its attachments
and the person by whom it is signed represent hereby that all information
contained therein is true, correct and complete. It is understood that all
required items, statements and schedules are considered integral parts of this
Form and that the submission of any amendment represents that all unamended
items, statements and schedules remain true, correct and complete as previously
submitted.

Pursuant to the requirements of Securities Exchange Act of 1934, the
undersigned Institutional investment manager has caused this report to be signed
on its behalf in the City of New York and State of New York

on the 14th day of May, 1999.

Loews Corporation

(Name of Institutional Investment Manager)

By: /s/ Barry Hirsch

(Manual Signature of Person Duly Authorized
to Submit This Report)

Name and 13F file number of ALL Institutional Investment Managers with respect
to which this schedule is filled (other than the one filing this report): (List
in alphabetical order).

13F File Numbers will be assigned to Institutional Investment Managers after
they file their first report.

Name:	13F File No.:	Name:	13F File No.:
1. None		6.	
2.		7.	
3.		8.	
4.		9.	
5.		10.	

Loews Corporation

FORM 13F

Report for the Quarter Ended

March 31, 1999

Loews Corporation ("Loews"), by virtue of its approximately 85% ownership of voting securities of CNA Financial Corporation whose business address is CNA Plaza, Chicago, Illinois 60685 ("CNA"), may be deemed to have investment discretion regarding certain securities (the "CNA Securities") as to which investment discretion is deemed to be exercised by CNA. Pursuant to General Instruction B of Form 13F, CNA is reporting on behalf of Loews regarding the CNA Securities.

Mr. Laurence A. Tisch and Mr. Preston R. Tisch own in the aggregate approximately 31% of the outstanding Common Stock of Loews. Mr. Laurence A. Tisch and Mr. Preston R. Tisch are the Co-Chairman of the Board of Loews. Laurence A. Tisch and Preston R. Tisch are brothers and may be deemed to be control persons of Loews.

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Item 1: Name of Issuer	Item 2: Title of Class	Item 3: CUSIP Number	Item 4: Fair Market Value (In Thousands)	Item 5: Shares or Principal Amount	(a)Sole	Item 6: Investment Discretion ----- (b) Shared- As Defined (c)Shared- In Instr. v Other		Item 7: Managers See Instr. v	Item 8: Voting Authority (Shares) ----- (a)Sole (b)Shared (c)None		
Agmico Eagle Mines	Common	008474108	\$ 6,825	1,300,000	X				1,300,000		
Amcast Ind. Corp.	Common	023395106	806	50,000	X				50,000		
Angeion Corp.	SR NT CV ACD 03	03462HAA5	1,825	2,500,000	X				2,500,000		
Archer Daniels Midland	Common	039483102	7,564	515,006	X				515,006		
Barrick Gold Corp.	Common	067901108	22,502	1,318,800	X				1,318,800		
Battle Mountain Gold	Common	071593107	1,925	700,000	X				700,000		
BE Aerospace Inc.	Common	073302101	443	30,000	X				30,000		
Boeing Co.	Common	097023105	4,760	140,000	X				140,000		
CNA Financial Corp.	Common	126117100	6,083,812	156,758,880	X				156,758,880		
Cadiz Inc.	Common	127535108	3,844	480,500	X				480,500		
Cambior Inc.	Common	13201L103	1,200	300,000	X				300,000		
Caterpillar Inc.	Common	149123101	919	20,000	X				20,000		
Chubb Corp.	Common	171232101	1,171	20,000	X				20,000		
Coltec Industries	Common	196879100	728	40,000	X				40,000		
Consolidated Frtwys	Common	209232107	118	10,000	X				10,000		
Diamond Offshore	Common	25271C102	2,216,913	70,100,000	X				70,100,000		
		TOTAL	\$8,355,355								

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DuPont E.I. De Nemours	Common	263534109	\$ 4,064	70,000	X				70,000		
EEX Corp.	Common	26842V207	2,400	492,333	X				492,333		
FDX Corp.	Common	31304N107	9,300	100,000	X				100,000		
Furniture Brands Int'l.	Common	360921100	1,576	71,250	X				71,250		
Getchell Gold Corp.	Common	374265106	7,922	302,500	X				302,500		
Glamis Gold	Common	376775102	963	700,000	X				700,000		
Great Central Mines Ltd.	SPON ADR	390290104	1,433	1,559,195	X				1,559,195		
Hanover Compressor	Common	410768105	265	10,000	X				10,000		
Homestake Mining	Common	437614100	22,724	2,634,600	X				2,634,600		
Houston Exploration Company	Common	442120101	1,390	80,000	X				80,000		
IMC Global, Inc.	Common	449669100	2,657	129,999	X				129,999		
IMC Global, Inc.	WT EXP 122200	449669118	5	11,111	X				11,111		
Kinross Gold	Common	496902107	2,210	1,040,000	X				1,040,000		
Metromedia Int'l Group Inc.	Common	591695101	245	50,213	X				50,213		
Mine Safety Appliances Co.	Common	602720104	812	14,000	X				14,000		
			TOTAL \$ 57,966								

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Minn. Mng. & Man	Common	604059105	\$ 3,538	50,000	X				50,000		
Miramar Mining	Common	60466E100	375	500,000	X				500,000		
On Command Corp.	Common	682160106	678	74,287	X				72,287		
On Command Corp.	WTS B 100703	682160122	59	23,697	X				23,697		
PLC Systems Inc.	Common	69341D104	256	100,000	X				100,000		
Peoples Bank (Bridgeport)	Common	710198102	1,488	50,000	X				50,000		
Perrigo Co.	Common	714290103	576	79,500	X				79,500		
Placer Dome	Common	725906101	10,237	915,000	X				915,000		
Rambus Inc.	Common	750917106	2,575	40,000	X				40,000		
Schlumberger Ltd.	Common	806857108	1,204	20,000	X				20,000		
Stillwater Mining Co.	Common	86074Q102	10,913	413,750	X				413,750		
TJ Int'l.	Common	872534102	724	30,000	X				30,000		

