FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | |
|--------------|----------|--|--|--|--|--|--|--|
| OMB Number: | 3235-028 | | | | | | | |

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* Edelson David B | | | | | | 2. Issuer Name and Ticker or Trading Symbol LOEWS CORP [LTR] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|---|-------------------------|------------------|----------------------|---|-------------------------------------|--|------------------------|--------------------------|--|---------|--|--------------------------|-------------------|----------------------|---|---------------------------------------|----------------|--------------------------|-------------------------|--|
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| , | | | | | | | . = " | | | | /D // ` | | | | X Officer below) | (give title | | Other (| specify | |
| (Last) | (F | First) | (Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) | | | | | | | | 1 | below) | | D | , , | | |
| 667 MADISON AVENUE | | | 100 | 06/30/2005 | | | | | | | | 1 | | Sr. Vice | rres: | iaent | | | | |
| | | - | | | \vdash | | | | | | | | | _ | | | | | | |
| · | | | | | 4.1 | f Ame | ndment, | Date | of Origina | al File | d (Month/D | ay/Year) | | | ndividual or | Joint/Group | Filing | g (Check Ap | plicable | |
| (Street) | DDI/ N | TN 7 | 10001 | | | | | | | | | | | Line | , | :: | D | ti D | _ | |
| NEW YO | JKK N | ΙΥ | 10021 | | 1 | | | | | | | | | 1 | | iled by One | | J | | |
| , | | | | | 1 | | | | | | | | | | Form f Perso | Form filed by More than One Reporting | | | | |
| (City) | (5 | State) | (Zip) | | | | | | | | | | | | F 61501 | • | | | | |
| | | Tah | le I - Non | -Doriv | ative | S04 | curitio | <u> Λ</u> | auired | Dia | nosed (| of or P | onc ⁱ | ficial | ly Ownor | 1 | | | | |
| | | | ie i - Noii | | | | | | - | , Dis | . | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transac | | | | action | ction 2A. Deemed Execution Date, | | | | 3. 4. Securities Acquired (A) Transaction Disposed Of (D) (Instr. 3, | | | | | 5. Amou Securitie | | | | 7. Nature of Indirect | | |
| (Month/Da | | | | | | ay/Year) if any | | | Code (Instr. 5) | | | 1311. 3 | , and | Benefici | Beneficially | | r Indirect | Beneficial | | |
| | | | | | (Month/Day/Yea | | | ear) 8) | | | | | | Owned I Reporte | | | | Ownership (Instr. 4) | | |
| | | | | | | | | Code | l _v | Amount | (A) | or | Price | Transac | ction(s) | | | (| | |
| | | | | | | | | | | | | (D) | | | (Instr. 3 | and 4) | | | | |
| | | ٦ | Гable II - I | Derivat | tive | Secu | ırities | Acq | uired, | Disp | osed of | , or Bei | nefic | cially | Owned | | | | | |
| | | | (| e.g., p | uts, | calls | s, warr | ants | s, optio | ns, e | converti | ble sec | urit | ies) | | | | | | |
| 1. Title of | 2. | 3. Transaction | 3A. Deeme | d 4 | 1. | | 5. Nun | nber | 6. Date F | xercis | able and | 7. Title a | nd | | 8. Price of | 9. Number | of | 10. | 11. Nature | |
| Derivative | Conversion | Date | Execution | Date, | Transa | | ion of | | Expiration | n Date | n Date Amount o | | of | | Derivative | derivative | ٠. ا | Ownership | of Indirect | |
| Security (Instr. 3) | or Exercise Price of | (Month/Day/Year) | if any (Month/Day | | Code (3) | Instr. | | Derivative Securities | | ay/Ye | ar) | Securities Underlying | | | Security (Instr. 5) | Securities Beneficiall | | Form: Direct (D) | Beneficial Ownership | |
| (111311. 3) | Derivative | | (Worlding Day | ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | ·, | | Acquired | | Derivative Sec | | | | | (111311. 3) | Owned | | or Indirect | (Instr. 4) | | |
| Security | | | | | | (A) or Unstr. 3 and 4) | | | | | | |) | | Following Reported | | (I) (Instr. 4) | | | |
| | | | | | | of (D) | | | | | | | | | | Transaction(s) | | 1 1 | | |
| | | | | | | | (Instr. 3, 4 and 5) | | | | | | | | | (Instr. 4) | | | | |
| | | | | H | | | 1 | | | | | | ٦,, | nount | | | | | | |
| | | | | | | | | | | | | | or | iount | | | | | | |
| | | | | | | | | | Date | ١, | Expiration | | Nu of | mber | | | | | | |
| | | | | | Code | v | (A) | (D) | Exercisa | | Date | Title | | ares | | | | | | |
| Stock | \$77.73 | 06/30/2005 | | | A | | 3,750 | | (1) | | 01/20/2015 | Common | 3, | 750 | \$0 ⁽²⁾ | 3,750 | | D | | |

Explanation of Responses:

- $1. \ The \ option \ becomes \ exercisable \ in \ four \ equal \ annual \ installments \ beginning \ on \ January \ 20, \ 2006.$
- 2. The Reporting Person received the Derivative Security pursuant to a stock option grant at no cost.

Remarks:

<u>/s/ Gary W. Garson, by power</u> of attorney for David B.

07/05/2005

Edelson

** Signature of Reporting Person

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.