

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

FORM 13F

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

Report for the Calendar Year Ended December 31, 1999

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.

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 11th day of February, 2000.

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: No.:	13F File No.:	Name:	13F File
---------------	---------------	-------	----------

1.	None	6.
2.		7.
3.		8.
4.		9.
5.		10.

Page 1 of 9 Pages

Loews Corporation

FORM 13F

Report for the Year Ended

December 31, 1999

Loews Corporation ("Loews"), by virtue of its approximately 86% 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 34% 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

Item 1:	Item 2:	Item 3:	Item 4:	Item 5:	Item 6: Investment Discretion		Item 7:	Item 8:	
Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (In Thousands)	Shares or Principal Amount	(a)Sole	(b) Shared-As Defined	(c)Shared-Other	Managers See Instr. v	Voting Authority (Shares)
						In Instr. v			(a)Sole (b)Shared (c)None
Agnico Eagle Mines Ltd.	Common	008474108	\$ 8,029	1,079,500	X				1,079,500
Angeion Corp.	SR NT CV ACD 03	03462HAA5	1,381	2,500,000	X				2,500,000
Amcast Ind. Corp.	Common	023395106	983	60,000	X				60,000
Apex Silver Mines Ltd.	Common	604074103	4,008	334,000	X				334,000
Archer Daniels Midland Co.	Common	039483102	2,425	200,000	X				200,000
Barrick Gold Corp.	Common	067901108	22,109	1,250,000	X				1,250,000
Battle Mountain Gold Co.	Common	071593107	1,238	600,000	X				600,000
Beckman Coulter Inc.	Common	075811109	1,018	20,000	X				20,000
Biogen Inc.	Common	090597105	1,479	17,500	X				17,500
Boeing Co.	Common	097023105	4,765	115,000	X				115,000
CNA Financial Corp.	Common	126117100	6,208,876	159,457,480	X				159,457,480
Cadiz Inc.	Common	127537108	4,569	480,900	X				480,900
Cambior Inc.	Common	13201L103	431	300,000	X				300,000
Caterpillar Inc.	Common	149123101	471	10,000	X				10,000
CHUBB Corp.	Common	171232101	2,253	40,000	X				40,000
Coca Cola Enterprises	Common	191219104	805	40,000	X				40,000
		TOTAL	\$ 6,264,840						

Item 1:	Item 2:	Item 3:	Item 4:	Item 5:	Item 6: Investment Discretion		Item 7:	Item 8:	
Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (In Thousands)	Shares or Principal Amount	(a)Sole	(b) Shared-As Defined	(c)Shared-Other	Managers See Instr. v	Voting Authority (Shares)
						In Instr. v			(a)Sole (b)Shared (c)None
Consolidated Frtwys Corp.	Common	209232107	\$ 159	20,000	X				20,000
Continental Airlines	Common CL B	210795308	4,185	94,300	X				94,300
Delta Airlines	Common	247361108	9,813	197,000	X				197,000
Diamond Offshore	Common	25271C102	2,142,431	70,100,000	X				70,100,000
DuPont E.I. De Nemours & Co.	Common	263534109	1,976	30,000	X				30,000
FDX Corp.	Common	31304N107	6,141	150,000	X				150,000
Furniture Brands International	Common	360921100	1,568	71,250	X				71,250
Glamis Gold Ltd.	Common	376775102	1,813	1,000,000	X				1,000,000
Homestake Mining	Common	437614100	34,930	4,471,000	X				4,471,000
Houston Explora-	Common	442120101	1,288	65,000	X				65,000

tion Company						
IDT Corp.	Common	448947101	3,656	193,700	X	193,700
IMC Global Inc.	WT 122200	449669118	1	11,111	X	11,111
Kinross Gold Corp.	Common	496902107	1,950	1,040,000	X	1,040,000
Knightsbridge Tankers Ltd.	Common	G5299G106	1,141	84,500	X	84,500
Landamerica Financial Group	Common	514936103	3,741	203,600	X	203,600
	TOTAL		----- \$ 2,214,793 -----			

Item 1:	Item 2:	Item 3:	Item 4:	Item 5:	Item 6: Investment Discretion		Item 7:	Item 8:	
Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (In Thousands)	Shares or Principal Amount	(a)Sole	(b) Shared-As Defined In Instr. v	(c)Shared-Other	Managers See Instr. v	Voting Authority (Shares)
									(a)Sole (b)Shared (c)None
Med-Design Corp.	Common	583926100	\$ 293	20,000	X				20,000
Metromedia Int'l. Group Inc.	Common	591695101	239	50,213	X				50,213
Mine Safety Appliances Co.	Common	602720104	1,024	16,000	X				16,000
Navistar Int'l. Corp.	Common	63934E108	470	10,000	X				10,000
On Command Corp.	Common	682160106	1,374	74,287	X				74,287
On Command Corp.	WTS B 100703	682160122	145	23,697	X				23,697
Perrigo Co.	Common	714290103	800	100,000	X				100,000
Pixar Inc.	Common	725811103	1,415	40,000	X				40,000
Placer Dome Inc.	Common	725906101	21,016	1,955,000	X				1,955,000
Pfizer, Inc.	Common	717081103	1,466	45,200	X				45,200
Potash Corp. Sask Inc.	Common	73755L107	1,031	21,400	X				21,400
Stillwater Mining Co.	Common	86074Q102	11,754	368,750	X				368,750
TVX Gold Inc.	Common	87308K101	2,025	2,700,000	X				2,700,000
Telefonos De Mexico SA	SPON ADR ORD L	879403780	4,500	40,000	X				40,000
Tetra Tech. Inc.	Common	88162F105	923	60,000	X				60,000
Texas Industries Inc.	Common	882491103	851	20,000	X				20,000
		TOTAL	\$ 49,326						

Item 1:	Item 2:	Item 3:	Item 4:	Item 5:	Item 6: Investment Discretion		Item 7:	Item 8:	
Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (In Thousands)	Shares or Principal Amount	(a)Sole	(b) Shared-As Defined In Instr. v	(c)Shared-Other	Managers See Instr. v	Voting Authority (Shares)
									(a)Sole (b)Shared (c)None
Thermedics Inc.	Common	883901100	\$ 1,087	200,000	X				200,000

Thermo Cardio Systems Inc.	Common	88355K200	1,378	210,000	X	210,000
Thermo Cardio System	SbDbCv 144A 04	88355KAA9	820	1,000,000	X	1,000,000
Thermo Electron Corp.	Common	883556102	1,155	77,000	X	77,000
Thermo Electron Corp.	SubDbCv 144A 03	883556AF9	856	1,000,000	X	1,000,000
Thermotrex Corp.	SubDbCv 3.25% 07	883666AA7	330	500,000	X	500,000
Tyco Int'l. Ltd.	Common	902124106	780	20,000	X	20,000
Windmere-Durable Holdings, Inc.	Common	973411101	1,360	80,000	X	80,000
USG Corp.	Common	903293405	6,715	142,500	X	142,500
AMR Corp.	Common	001765956	3,350	50,000(p)	X	50,000(p)
Barrick Gold Corp.	Common	067901908	4,422	250,000(c)	X	250,000(c)
Barrick Gold Corp.	Common	067901958	16,803	950,000(p)	X	950,000(p)
Beckman Coulter, Inc.	Common	075811959	1,018	20,000(p)	X	20,000(p)
Biogen Inc.	Common	090597955	1,479	17,500(p)	X	17,500(p)
Boeing Co.	Common	097023905	414	10,000(c)	X	10,000(c)
	TOTAL		\$ 41,967			

Item 1:	Item 2:	Item 3:	Item 4:	Item 5:	Item 6:		Item 7:	Item 8:			
Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (In Thousands)	Shares or Principal Amount	(a)Sole	Investment Discretion		Managers See Instr. v	Voting Authority (Shares)		
						(b) Shared-As Defined In Instr. v	(c)Shared-Other		(a)Sole	(b)Shared	(c)None
Boeing	Common	097023955	\$ 5,801	140,000(p)	X						140,000(p)
Cadiz Inc.	Common	127537908	95	10,000(c)	X						10,000(c)
Caterpillar Inc. Del.	Common	149123951	8,471	180,000(p)	X						180,000(p)
Chase Manhattan Corp.	Common	16161A958	7,769	100,000(p)	X						100,000(p)
Chubb Corp.	Common	171232901	1,126	20,000(c)	X						20,000(c)
Chubb Corp.	Common	191232951	2,816	50,000(p)	X						50,000(p)
Delta Airlines	Common	247361958	2,989	60,000(p)	X						60,000(p)
Disney Walt Co.	Common	254687906	65,813	2,250,000(c)	X						2,250,000(c)
Disney Walt Co.	Common	254687956	119,574	4,088,000(p)	X						4,088,000(p)
Dow Chemical Co.	Common	260543953	9,354	70,000(p)	X						70,000(p)
DuPont E I De Nemours & Co.	Common	263534909	1,318	20,000(c)	X						20,000(c)
DuPont E I De Nemours & Co.	Common	263534959	4,611	70,000(p)	X						70,000(p)
Exxon Mobil Corp.	Common	30231G952	11,279	140,000(p)	X						140,000(p)
FDX Corp.	Common	31304N957	8,188	200,000(p)	X						200,000(p)
General Electric Corp.	Common	369604953	40,235	260,000(p)	X						260,000(p)
Homestake Mining	Common	437614900	14,453	1,850,000(c)	X						1,850,000(c)
Homestake Mining	Common	437614950	9,141	1,170,000(p)	X						1,170,000(p)
Merrill Lynch & Co. Inc.	Common	590188958	8,331	100,000(p)	X						100,000(p)

TOTAL \$ 321,364

Page 7 of 9 Pages

Item 1:	Item 2:	Item 3:	Item 4:	Item 5:	Item 6:		Item 7:	Item 8:
					Investment Discretion			
	Title	CUSIP	Fair Market	Shares or	(b) Shared-		Managers	Voting Authority (Shares)
Name of Issuer	Class	Number	Value (In	Principal	(a)Sole	As Defined	See	-----
			Thousands)	Amount		In Instr. v	Instr. v	(a)Sole (b)Shared (c)None
						(c)Shared-Other		
Minn. Mng. & Man.	Common	604059955	\$ 7,830	80,000(p)	X			80,000(p)
Navistar Int'l, Corp.	Common	63934E958	1,880	40,000(p)	X			40,000(p)
Nike, Inc.	Common	654106953	2,478	50,000(p)	X			50,000(p)
Pfizer, Inc.	Common	717081953	1,946	60,000(p)	X			60,000(p)
Placer Dome	Common	725906901	4,838	450,000(c)	X			450,000(c)
Placer Dome	Common	725906951	4,569	425,000(p)	X			425,000(p)
Potash Corp. Sask Inc.	Common	73755L957	3,855	80,000(p)	X			80,000(p)
Schlumberger Ltd.	Common	806857958	2,245	40,000(p)	X			40,000(p)
Amazon.Com Inc.	Common	023135906	761	10,000(c)	X			10,000(c)
America Online	Common	02364J954	6,070	80,000(p)	X			80,000(p)
Beringer Wine Estate Holdings	Common	084102952	798	20,000(p)	X			20,000(p)
CDW Computer Centers Inc.	Common	125129956	2,359	30,000(p)	X			30,000(p)
Carnival Corp.	Common	143658952	1,913	40,000(p)	X			40,000(p)
Clear Channel Communications	Common	184502952	16,065	180,000(p)	X			180,000(p)
Coca Cola Enterprises	Common	191219954	850	40,000(p)	X			40,000(p)
Dendrite Intl. Inc.	Common	248239955	678	20,000(p)	X			20,000(p)
Gateway Inc.	Common	367626958	5,765	80,000(p)	X			80,000(p)
		TOTAL	\$ 64,900					

Page 8 of 9 Pages

Item 1:	Item 2:	Item 3:	Item 4:	Item 5:	Item 6:		Item 7:	Item 8:
					Investment Discretion			
	Title	CUSIP	Fair Market	Shares or	(b) Shared-		Managers	Voting Authority (Shares)
Name of Issuer	Class	Number	Value (In	Principal	(a)Sole	As Defined	See	-----
			Thousands)	Amount		In Instr. v	Instr. v	(a)Sole (b)Shared (c)None
						(c)Shared-Other		
Intel	Common	458140950	\$ 3,293	40,000(p)	X			40,000(p)
IBM	Common	459200951	2,160	20,000(p)	X			20,000(p)
Ivillage Inc.	Common	46588H905	405	20,000(c)	X			20,000(c)
Johnson & Johnson	Common	478160954	933	10,000(p)	X			10,000(p)
Microstrategy Inc.	Common	594972901	2,100	10,000(c)	X			10,000(c)
Micron Tech.	Common	595112903	781	10,000(c)	X			10,000(c)
Micron Tech.	Common	595112953	3,906	50,000(p)	X			50,000(p)
New Era of Networks Inc.	Common	644312900	1,429	30,000(c)	X			30,000(c)
Nvidia Corp.	Common	67066G904	939	20,000(c)	X			20,000(c)

Pixar Inc.	Common	725811953	708	20,000(p)	X	20,000(p)
Priceline.Com	Common	741503906	474	10,000(c)	X	10,000(c)
Tyco Intl Ltd.	Common	902124956	780	20,000(p)	X	20,000(p)
US Airways Group	Common	911905957	962	30,000(p)	X	30,000(p)
USG Corp.	Common	903293905	1,414	30,000(c)	X	30,000(c)
Verity Inc.	Common	92343C906	851	20,000(c)	X	20,000(c)
Windmere Durable Holdings Inc.	Common	973411901	680	40,000(c)	X	40,000(c)
Yahoo Inc.	Common	984332906	3,245	7,500(c)	X	7,500(c)
		TOTAL	\$ 25,060			
		AGGREGATE TOTAL	\$ 8,982,250			
			=====			