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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  
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(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.  
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Loews Corporation  
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(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.:
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1. None		6.	
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2.		7.	
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3.		8.	
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4.		9.	
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5.		10.	
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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	Item 7: Managers See Instr. v	Item 8: Voting Authority (Shares)		
						(b) Shared- As Defined In Instr. v	(c)Shared- Other	----- (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	132011103	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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						In Instr. v			(a)Sole	(b)Shared	(c)None
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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						In Instr. v			(a)Sole	(b)Shared	(c)None
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





