SEC Form 4

FORM 4

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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1. Name and Addres	ss of Reporting Perso DAVID B	n*	2. Issuer Name and Ticker or Trading Symbol LOEWS CORP [L]		tionship of Reporting Persor all applicable) Director Officer (give title	10% Owner
(Last) 667 MADISON	ast) (First) (Middle) I		3. Date of Earliest Transaction (Month/Day/Year) 11/30/2017	X	below) Sr. Vice President &	Other (specify below) & CFO
(Street) NEW YORK (City)	NY (State)	10065-8087 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing (Form filed by One Report Form filed by More than C Person	ing Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)	
Common Stock	11/30/2017		М		11,250	A	\$49.17	11,250	D		
Common Stock	11/30/2017		М		11,250	A	\$40.34	22,500	D		
Common Stock	11/30/2017		М		11,250	A	\$47.71	33,750	D		
Common Stock	11/30/2017		М		11,250	A	\$38.38	45,000	D		
Common Stock	11/30/2017		D		39,191	D	\$50.41	5,809	D		
Common Stock	11/30/2017		S		5,809	D	\$50.25 ⁽¹⁾	0	D		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Right	\$49.17	11/30/2017		М			11,250	(2)	01/08/2018	Common Stock	11,250	\$0 ⁽³⁾	0	D	
Stock Appreciation Right	\$40.34	11/30/2017		М			11,250	(2)	01/08/2018	Common Stock	11,250	\$0 ⁽³⁾	0	D	
Stock Appreciation Right	\$47.71	11/30/2017		М			11,250	(2)	01/08/2018	Common Stock	11,250	\$0 ⁽³⁾	0	D	
Stock Appreciation Right	\$38.38	11/30/2017		М			11,250	(2)	01/08/2018	Common Stock	11,250	\$0 ⁽³⁾	0	D	

Explanation of Responses:

1. Represents the weighted average price of multiple transactions with a range of prices between \$50.09 and \$50.43. The Reporting Person, upon request by the Commission Staff, the Issuer or a security holder of the Issuer, undertakes to provide further information regarding the number of securities at each separate price sold.

2. The Stock Appreciation Rights became exercisable in four equal installments beginning on January 8, 2009.

3. The Reporting Person received the Derivative Security pursuant to a stock appreciation right grant at no cost.

/s/ Glenn P. Zarin, by power of

attorney for David B. Edelson

** Signature of Reporting Person

Date

12/01/2017

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.