

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

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

1. Name and Address of Reporting Person* <u>TISCH ANDREW H</u>			2. Issuer Name and Ticker or Trading Symbol <u>LOEWS CORP [L]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>07/01/2022</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
667 MADISON AVENUE			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	NEW YORK	NY	10065-8087					
(City)	(State)	(Zip)						

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 Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/01/2022		M		19,113.5	A ⁽¹⁾	\$0	19,727.5	D	
Common Stock	07/01/2022		F		10,123.5	D ⁽²⁾	\$59.26	9,604	D	
Common Stock	07/01/2022		M		18,795	A ⁽³⁾	\$0	28,399	D	
Common Stock	07/01/2022		F		9,953	D ⁽⁴⁾	\$59.26	18,446	D	
Common Stock	07/01/2022		M		16,963	A ⁽⁵⁾	\$0	35,409	D	
Common Stock	07/01/2022		F		8,982	D ⁽⁶⁾	\$59.26	26,427	D	
Common Stock	07/01/2022		M		19,184	A ⁽⁷⁾	\$0	45,611	D	
Common Stock	07/01/2022		F		10,158	D ⁽⁸⁾	\$59.26	35,453	D	
Common Stock								14,332,391	I	By Trusts

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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				
Restricted Stock Units	(9)	07/01/2022		M			19,113.5	(1)	(1)	Common Stock	19,113.5	\$0	0	D	
Restricted Stock Units	(9)	07/01/2022		M			18,795	(3)	(3)	Common Stock	18,795	\$0	0	D	
Restricted Stock Units	(9)	07/01/2022		M			16,963	(5)	(5)	Common Stock	16,963	\$0	0	D	
Restricted Stock Units	(9)	07/01/2022		M			19,184	(7)	(7)	Common Stock	19,184	\$0	0	D	

Explanation of Responses:

- Represents the conversion of restricted stock units ("RSUs") into common stock. On February 12, 2018, the Reporting Person was awarded 19,016 RSUs, subject to the Issuer achieving a pre-determined level of performance based income ("PBI Metric") for 2018. The Issuer's Compensation Committee determined that the Issuer achieved the PBI Metric on February 11, 2019 and the 2018 RSUs were then reported on a Form 4 filed with the Securities and Exchange Commission (the "SEC"). The 2018 RSUs, together with additional RSUs awarded on account of associated dividend equivalent rights, vested 50% on February 12, 2020 and 50% on February 12, 2021. The Reporting Person elected to defer delivery of the shares of the Issuer's common stock underlying the 2018 RSUs. The underlying shares are being delivered to the Reporting Person following the six-month delay required under Section 409A of the Internal Revenue Code following the Reporting Person's retirement on December 31, 2021.
- The Reporting Person is reporting the withholding, by the Issuer, of 10,122 shares of the Issuer's common stock in respect of the delivery of the 2018 RSUs that were not issued in order to satisfy the Reporting Person's tax withholding obligations in connection therewith and the cash settlement of fractional shares underlying the 2018 RSUs in the total amount of 1.5 shares.
- Represents the conversion of RSUs into common stock. On February 11, 2019, the Reporting Person was awarded 18,795 RSUs, subject to the Issuer achieving a PBI Metric for 2019. The Issuer's Compensation Committee determined that the Issuer achieved the PBI Metric on February 10, 2020 and the 2019 RSUs were then reported on a Form 4 filed with the SEC. The 2019 RSUs vested 50% on February 11, 2021 and 50% on December 31, 2021 as a result of the Reporting Person's retirement on such date. The Reporting Person elected to defer delivery of the shares of the Issuer's common stock underlying the 2019 RSUs. The underlying shares are being delivered to the Reporting Person following the six-month delay required under Section 409A of the Internal Revenue Code following the Reporting Person's retirement.
- The Reporting Person is reporting the withholding, by the Issuer, of 9,953 shares of the Issuer's common stock in respect of the delivery of the 2019 RSUs that were not issued in order to satisfy the Reporting Person's tax withholding obligations in connection therewith.
- Represents the conversion of RSUs into common stock. On February 10, 2020, the Reporting Person was awarded 16,963 RSUs, subject to the Issuer achieving a PBI Metric for 2020. The Issuer's Compensation Committee determined that the Issuer achieved the PBI Metric on February 8, 2021 and the 2020 RSUs were then reported on a Form 4 filed with the SEC. As a result of the Reporting Person's retirement on December 31, 2021, the 2020 RSUs vested fully on such date. The Reporting Person elected to defer delivery of the shares of the Issuer's common stock underlying the 2020 RSUs. The underlying shares are being delivered to the Reporting Person following the six-month delay required under Section 409A of the Internal Revenue Code following the Reporting Person's retirement.
- The Reporting Person is reporting the withholding, by the Issuer, of 8,982 shares of the Issuer's common stock in respect of the delivery of the 2020 RSUs that were not issued in order to satisfy the Reporting Person's tax withholding obligations in connection therewith.
- Represents the conversion of RSUs into common stock. On February 8, 2021, the Reporting Person was awarded 19,184 RSUs, subject to the Issuer achieving a PBI Metric for 2021. The Issuer's Compensation Committee determined that the Issuer achieved the PBI Metric on February 7, 2022 and the 2021 RSUs were then reported on a Form 4 filed with the SEC. As a result of the Reporting Person's retirement on December 31, 2021, the 2021 RSUs vested fully on such date (subject to achievement of the PBI Metric for 2021). The Reporting Person elected to defer delivery of the shares of the Issuer's common stock

underlying the 2021 RSUs. The underlying shares are being delivered to the Reporting Person following the six-month delay required under Section 409A of the Internal Revenue Code following the Reporting Person's retirement.

8. The Reporting Person is reporting the withholding, by the Issuer, of 10,158 shares of the Issuer's common stock in respect of the delivery of the 2021 RSUs that were not issued in order to satisfy the Reporting Person's tax withholding obligations in connection therewith.

9. Each RSU represents a contingent right to receive one share of the Issuer's common stock.

Remarks:

[/s/ Thomas H. Watson, by
power of attorney for Andrew
H. Tisch](#) [07/06/2022](#)

** 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.

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