

TISCH ANDREW H

Form 4

January 03, 2019

**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 OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
TISCH ANDREW H

(Last) (First) (Middle)

667 MADISON AVENUE

(Street)

NEW YORK, NY 10065-8087

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

LOEWS CORP [L]

3. Date of Earliest Transaction  
(Month/Day/Year)

01/02/2019

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below)

Co-Ch. of Bd/Off. Pres./Ch. EC

6. Individual or Joint/Group Filing(Check  
Applicable Line)

☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
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 Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/02/2019		M	15,000 A	\$ 27 15,000	D	
Common Stock	01/02/2019		M	15,000 A	\$ 21.74 30,000	D	
Common Stock	01/02/2019		M	15,000 A	\$ 27.21 45,000	D	
Common Stock	01/02/2019		M	15,000 A	\$ 34.64 60,000	D	
Common Stock	01/02/2019		D	37,084 D	\$ 44.73 22,916	D	

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Common Stock	01/02/2019	S	22,916	D	\$ 45.1 (1)	0	D	
Common Stock						14,809,184	I	By Trusts

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

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SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right	\$ 27	01/02/2019		M	15,000	<u>(2)</u>	01/13/2019	Common Stock	15,000
Stock Appreciation Right	\$ 21.74	01/02/2019		M	15,000	<u>(2)</u>	01/13/2019	Common Stock	15,000
Stock Appreciation Right	\$ 27.21	01/02/2019		M	15,000	<u>(2)</u>	01/13/2019	Common Stock	15,000
Stock Appreciation Right	\$ 34.64	01/02/2019		M	15,000	<u>(2)</u>	01/13/2019	Common Stock	15,000

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
TISCH ANDREW H 667 MADISON AVENUE NEW YORK, NY 10065-8087	X Co-Ch. of Bd/Off. Pres./Ch. EC

## Signatures

/s/ Glenn P. Zarin by power of attorney for Andrew H.  
Tisch

01/03/2019

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- Represents the weighted average price of multiple transactions with a range of prices between \$44.73 and \$45.11. The Reporting Person,
- (1) 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 13, 2010.
  - (3) The Reporting Person received the Derivative Security pursuant to a stock appreciation right grant at no cost.

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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