

LOEWS CORP

Form 4

December 06, 2016

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**SCHWARTZ MARK S**

(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)

12/02/2016

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)

VP & Chief Accounting Officer

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                                             |
| Common<br>Stock                       | 12/02/2016                              |                                                             | M                                    |                                                                         | 3,000                                                                                                              | A                                                                    | \$<br>40.34                                                       |
| Common<br>Stock                       | 12/02/2016                              |                                                             | M                                    |                                                                         | 3,750                                                                                                              | A                                                                    | \$<br>38.38                                                       |
| Common<br>Stock                       | 12/02/2016                              |                                                             | M                                    |                                                                         | 1,250                                                                                                              | A                                                                    | \$<br>33.12                                                       |
| Common<br>Stock                       | 12/02/2016                              |                                                             | M                                    |                                                                         | 5,000                                                                                                              | A                                                                    | \$<br>35.04                                                       |
| Common<br>Stock                       | 12/02/2016                              |                                                             | D                                    |                                                                         | 10,692                                                                                                             | D                                                                    | \$<br>45.03                                                       |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      |                                                                   |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      |                                                                   |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      |                                                                   |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      |                                                                   |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      |                                                                   |

# Edgar Filing: LOEWS CORP - Form 4

|        |            |   |       |    |       |   |
|--------|------------|---|-------|----|-------|---|
| Common | 12/02/2016 |   |       | \$ |       |   |
| Stock  |            | S | 2,308 | D  | 44.75 | 0 |
|        |            |   |       |    | (1)   | D |

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

**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 control number.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                 |                                        |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|-----------------|----------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                               | (A)                                                            | (D) | Date<br>Exercisable                                                 | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of<br>Shares |
| Stock<br>Appreciation<br>Right                      | \$ 40.34                                                              | 12/02/2016                              |                                                             | M                                       |                                                                                                                 | 3,000                                                          |     | <u>(2)</u>                                                          | 01/09/2017         | Common<br>Stock | 3,000                                  |
| Stock<br>Appreciation<br>Right                      | \$ 38.38                                                              | 12/02/2016                              |                                                             | M                                       |                                                                                                                 | 3,750                                                          |     | <u>(4)</u>                                                          | 01/08/2018         | Common<br>Stock | 3,750                                  |
| Stock<br>Appreciation<br>Right                      | \$ 33.12                                                              | 12/02/2016                              |                                                             | M                                       |                                                                                                                 | 1,250                                                          |     | <u>(5)</u>                                                          | 01/12/2020         | Common<br>Stock | 1,250                                  |
| Stock<br>Appreciation<br>Right                      | \$ 35.04                                                              | 12/02/2016                              |                                                             | M                                       |                                                                                                                 | 5,000                                                          |     | <u>(6)</u>                                                          | 01/11/2021         | Common<br>Stock | 5,000                                  |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships                    |
|------------------------------------------------------------------|----------------------------------|
|                                                                  | Director 10% Owner Officer Other |
| SCHWARTZ MARK S<br>667 MADISON AVENUE<br>NEW YORK, NY 10065-8087 | VP & Chief Accounting Officer    |

## Signatures

/s/ Glenn P. Zarin by power of attorney for Mark S.  
Schwartz

12/06/2016

\_\_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 \$44.745 and \$44.750. The Reporting

- (1) 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 9, 2008.
- (3) The Reporting Person received the Derivative Security pursuant to a stock appreciation right grant at no cost.
- (4) The Stock Appreciation Rights became exercisable in four equal installments beginning on January 8, 2009.
- (5) The Stock Appreciation Rights became exercisable in four equal installments beginning on January 12, 2011.
- (6) The Stock Appreciation Rights became exercisable in four equal installments beginning on January 11, 2012.

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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