#### Edgar Filing: LOEWS CORP - Form 4

LOEWS CO	ORP							
Form 4	2012							
January 11,	_						PPROVAL	
FORM	<b>A</b> 4 UNITED	STATES SE	ECURITIES A	AND EXCHANGE	COMMISSION	OMB		
		~ ~ ~ ~ ~	Washington,			Number:	3235-0287	
Check th if no lon	ger					Expires:	January 31,	
subject t		MENT OF C	CHANGES IN SECUR	BENEFICIAL O	WNERSHIP OF	Estimated a	2005 average	
Section			burden hou	irs per				
Form 4 Form 5		rought to Soot	tion $16(a)$ of th	a Sacuritian Exchan	ngo $\Lambda$ at of 1024	response	0.5	
obligatio	ons Section 17			e Securities Exchar ding Company Act	•	n		
may con <i>See</i> Instr 1(b).	iunue.		•	Company Act of 1				
(Print or Type	Responses)							
	Address of Reporting	Person <u>*</u> 2	2. Issuer Name and	I Ticker or Trading	5. Relationship of	Reporting Per	son(s) to	
KEEGAN I	PETER W	•	mbol		Issuer			
			DEWS CORP [	[L]	(Check all applicable)			
(Last)	(First) (		Date of Earliest Tr	ransaction				
667 MADISON AVENUE			Ionth/Day/Year)		Director X Officer (give		6 Owner er (specify	
007 MADI	SON AVENUE	01	/10/2012		below)	below)		
						President & C		
(Street)			If Amendment, Da	-	6. Individual or Joint/Group Filing(Check			
		Fll	led(Month/Day/Year	r)	Applicable Line) _X_ Form filed by C	One Reporting Po	erson	
NEW YOR	K, NY 10065-80	87			Form filed by M Person	Iore than One Re	eporting	
(City)	(State)	(Zip)	Table I - Non-I	Derivative Securities A	cquired, Disposed of	, or Beneficial	lly Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of 6	. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Dat		nAcquired (A) or		orm: Direct	Indirect	
(Instr. 3)		any (Month/Day/Y	Code (Instr. 8)	Disposed of (D) (Instr. 3, 4 and 5)	•	D) or Indirect	Ownership	
		( · · · · · · · · · · · · · · · · · · ·			Following (1	(nstr. 4)	(Instr. 4)	
				(A)	Reported Transaction(s)			
			Code V	or Amount (D) Drive	(Instr. 3 and 4)			
			Code v	Amount (D) Price				
Reminder: Re	port on a separate line	e for each class	of securities benef	ficially owned directly	•			
					spond to the collect		SEC 1474	
					tained in this form a ond unless the forr		(9-02)	
					ntly valid OMB con			

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

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securitie
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)		(Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shar
Stock Appreciation Right	\$ 37.86	01/10/2012		А		11,250		<u>(1)</u>	01/10/2022	Common Stock	11,25

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
KEEGAN PETER W 667 MADISON AVENUE NEW YORK, NY 10065-8087			Sr. Vice President & CFO				
<b>O!</b>							

### Signatures

/s/ Gary W. Garson, by power of attorney for Peter W. Keegan <u>\*\*Signature of Reporting Person</u> 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).

(1) The stock appreciation right becomes exercisable in four equal annual installments beginning on January 10, 2013.

(2) 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.