

BOWER JOSEPH L

Form 4

May 09, 2018

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 *
BOWER JOSEPH L

(Last) (First) (Middle)

C/O HARVARD BUSINESS
SCHOOL, CUMNOCK HALL 300 -
SOLDIERS FIELD STA.

(Street)

BOSTON, MA 02163

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
LOEWS CORP [L]

3. Date of Earliest Transaction
(Month/Day/Year)
05/08/2018

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)

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. 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)
			Code	V	Amount	(A) or (D) (1)	Price
Common Stock	05/09/2018		M		2,141	A (1)	\$ 0 8,355

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

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information contained in this form are not
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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Restricted Stock Units	(2)	05/08/2018		A	1,952	(3) (3)	Common Stock	1,952
Restricted Stock Units	(2)	05/09/2018		M	2,141	(4) (4)	Common Stock	2,141

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOWER JOSEPH L C/O HARVARD BUSINESS SCHOOL CUMNOCK HALL 300 - SOLDIERS FIELD STA. BOSTON, MA 02163	X			

Signatures

/s/ Glenn P. Zarin by power of attorney for Joseph L.
Bower

05/09/2018

____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).

(1) Represents the conversion into common stock upon vesting of previously awarded restricted stock units ("RSUs").

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

(3) The RSUs vest on May 8, 2019, and shares of the Issuer's common stock will be delivered to the Reporting Person upon vesting, subject to any election to defer delivery of shares made by the Reporting Person.

(4) As previously reported on Table II of a Form 4 filed in connection therewith, on May 9, 2017, the Reporting Person was granted 2,131 RSUs, which, together with 10 additional RSUs awarded to the Reporting Person on account of dividend equivalent rights associated with the such RSUs, vested on the first anniversary of the grant date. The common stock into which such vested RSUs converted is reported on Table I of this Form 4.

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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