

TISCH JOAN H
Form SC 13G/A
January 28, 2011

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
Under the Securities Exchange Act of 1934
(Amendment No. 5)

Loews Corporation
(Name of Issuer)

Common Stock
(Title of Class of Securities)

540424-10-8

(CUSIP Number)

December 31, 2010

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 540424-10-8

- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only)

Joan H. Tisch

- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)

- 3 SEC USE ONLY

- 4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

5 SOLE VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

33,219,940

6 SHARED VOTING POWER

EACH
REPORTING
PERSON

7 SOLE DISPOSITIVE POWER

33,219,940

8 SHARED DISPOSITIVE POWER

- 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

33,219,940

- 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(See Instructions)

- 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

8.0%

- 12 TYPE OF REPORTING PERSON (See Instructions)

IN

- Item 1(a) Name of Issuer:
Loews Corporation (the “Issuer”)
- Item 1(b) Address of Issuer’s Principal Executive Offices:
667 Madison Avenue
New York, N.Y. 10065-8087
- Item 2(a) Name of Person Filing:
Joan H. Tisch
- Item 2(b) Address of Principal Business Office or, if none, Residence:
c/o Barry L. Bloom
655 Madison Avenue, 19th Floor
New York, N.Y. 10065-8068
- Item 2(c) Citizenship:
United States
- Item 2(d) Title of Class of Securities:
Common Stock
- Item 2(e) CUSIP Number:
540424-10-8
- Item 3. If this statement is filed pursuant to §§240.13d-1(b) or (c), check whether the person filing is
a: N/A
- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
 - (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
 - (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
 - (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
 - (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
 - (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);

- (g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) A group, in accordance with §240.13d-1(b)(1)(ii)(J).

Item 4. Ownership.

As of December 31, 2010, Joan H. Tisch had sole voting power and sole investment power with respect to 33,219,940 shares of Common Stock, including 2,424,730 shares registered in her name and 30,795,210 shares held by her as trustee of various trusts, or an aggregate of 8.0% of the 416,215,016 shares that the Issuer reported as outstanding as of October 22, 2010.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following . N/A

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.

N/A

Item 8. Identification and Classification of Members of the Group.

N/A

Item 9. Notice of Dissolution of Group.

N/A

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and

were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I hereby certify that the information set forth in this statement is true, complete and correct.

January 27, 2011

/s/ Joan H. Tisch
Joan H. Tisch