

# SECURITIES AND EXCHANGE COMMISSION

## FORM SC 13D/A

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities [amend]

Filing Date: **1994-01-21**  
SEC Accession No. **0000060086-94-000002**

([HTML Version](#) on [secdatabase.com](#))

### SUBJECT COMPANY

#### CHAMPION INTERNATIONAL CORP

CIK: **19150** | IRS No.: **131427390** | State of Incorporation: **NY** | Fiscal Year End: **1231**  
Type: **SC 13D/A** | Act: **34** | File No.: **005-06641** | Film No.: **94502185**  
SIC: **2621** Paper mills

Business Address  
*ONE CHAMPION PLAZA  
STAMFORD CT 06921  
2033587000*

### FILED BY

#### LOEWS CORP

CIK: **60086** | IRS No.: **132646102** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **SC 13D/A**  
SIC: **6331** Fire, marine & casualty insurance

Mailing Address  
*667 MADISON AVENUE  
NEW YORK NY 10021-8087*

Business Address  
*667 MADISON AVE  
NEW YORK NY 10021-8087  
2125452000*

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934  
(Amendment No. 11 )\*

----

CHAMPION INTERNATIONAL CORPORATION

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

15852 51 0

-----  
(CUSIP Number)

Barry Hirsch, Senior Vice President and Secretary  
Loews Corporation  
667 Madison Avenue, New York, New York 10021 (212) 545-2920

-----  
(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

January 21, 1994

-----  
(Date of Event which Required Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box .

Check the following box if a fee is being paid with the statement  .  
(A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than

five percent of the class of securities described in item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7)

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

\*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 ("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).

Page 1

SCHEDULE 13D

-----  
CUSIP No. 15852 51 0  
-----

1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

LOEWS CORPORATION  
IRS Identification No. 13-2646102

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) / /  
N/A (b) / /

3 SEC USE ONLY

4 SOURCE OF FUNDS\*  
WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEMS 2 (d) OR 2 (e) / \_\_ /  
N/A

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

	7 SOLE VOTING POWER	
NUMBER OF SHARES	17,107,900	
BENEFICIALLY	-----	
OWNED BY	8 SHARED VOTING POWER	
EACH	43,453	
REPORTING	-----	
PERSON	9 SOLE DISPOSITIVE POWER	
WITH	17,107,900	
	-----	
	10 SHARED DISPOSITIVE POWER	
	43,453	
-----		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	17,151,353	
-----		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	
	SHARES	/ /
-----		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	18.43%	
-----		
14	TYPE OF REPORTING PERSON*	
	HC	
-----		

Page 2

AMENDMENT NO. 11

to

SCHEDULE 13D

relating to the

Common Stock, \$0.50 par value per share

of

CHAMPION INTERNATIONAL CORPORATION

This Amendment No. 11 to Schedule 13D filed by Loews Corporation, a Delaware corporation, ("Loews"), relates to the Common Stock, \$0.50 par value per share (the "Shares"), of Champion International

Corporation, a New York corporation (the "Issuer"), and is being filed pursuant to Rule 13d-2 under the Securities Exchange Act of 1934, as amended.

Item 4. Purpose of Transaction  
-----

Item 4 is hereby supplemented as follows:

"Loews has requested that the Issuer register for sale by Loews under the Securities Act of 1933, as amended, the 17,107,900 Shares owned directly by Loews, and the Issuer has advised Loews that it has agreed to register such Shares. Loews proposes to offer such 17,107,900 Shares from time to time, depending on market conditions and other factors, in one or more transactions on the New York Stock Exchange or other national securities exchanges on which the Shares are traded, in the over the counter market or otherwise, at market prices prevailing at the time of sale, at negotiated prices or at fixed prices. The Shares may be offered from time to time in any manner permitted by law, including through underwriters or dealers, and directly to one or more purchasers.

Page 3

"In addition, Loews may from time to time, depending on market conditions and other factors prevailing from time to time, determine to offer and sell Shares in any other manner permitted by applicable law, or determine to purchase additional Shares."

Item 5. Interest in Securities of the Issuer  
-----

Item 5 is hereby supplemented as follows:

"On January 19 and 20, 1994, Loews sold an aggregate of 200,700 Shares, as set forth in the table on Appendix A hereto.

"As of January 21, 1994 Loews owns directly 17,107,900 Shares representing approximately 18.4% of the total number of Shares outstanding. In addition, after giving effect to the 43,453 Shares issuable upon conversion of the \$1,510,000 principal amount of the Issuer's 6.5% Convertible Subordinated Debentures owned by a subsidiary, as previously reported, Loews may be deemed to beneficially own an aggregate of 17,151,353 Shares, representing approximately 18.43% of the total number of Shares outstanding, calculated in accordance with Regulation 13D-G."

Item 6. Contracts, Arrangements, Understandings or Relationships  
-----  
With Respect to Securities of the Issuer.  
-----

As noted in Item 4, above, of this Amendment No. 11 to Schedule 13D, the Issuer has agreed to register for sale by Loews under the Securities Act of 1933, as amended, the 17,107,900 Shares owned directly by Loews.

Page 4

SIGNATURE  
-----

The undersigned certifies that after reasonable inquiry and to the best of its knowledge and belief, the information set

forth in this Statement is true, complete and correct.

LOEWS CORPORATION

By: Gary W. Garson  
Vice President

Dated: January 21, 1994

Page 5

APPENDIX A

All of the transactions described below were effected by Loews on the New York Stock Exchange.

Date ----	Number of Shares Sold -----	Price Per Share -----
January 19, 1994	129,500	\$35.25
January 19, 1994	7,800	35.375
January 19, 1994	21,200	35.50
January 20, 1994	42,200	35.50

Page 6