

CNA FINANCIAL CORP  
Form 8-K  
September 08, 2011

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) September 8, 2011

CNA FINANCIAL CORPORATION

(Exact name of registrant as specified in its charter)

|   |                                       |  |
|---|---------------------------------------|--|
| Delaware<br>(State or other jurisdiction<br>of incorporation) | 1-5823<br>(Commission<br>File Number) | 36-6169860<br>(IRS Employer<br>Identification No.) |
|---|---------------------------------------|--|

|  |                     |
|--|---------------------|
| 333 S. Wabash, Chicago, Illinois<br>(Address of principal executive offices) | 60604<br>(Zip Code) |
|--|---------------------|

Registrant's telephone number, including area code (312) 822-5000

NOT APPLICABLE

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02(e) Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On September 8, 2011, Thomas F. Motamed, Chairman of the Board and Chief Executive Officer of CNA Financial Corporation (together with its subsidiaries, the "Company"), entered into the Third Amendment to Employment Agreement, dated as of May 22, 2008, as amended by the First Amendment thereto as of October 24, 2008 and by the Second Amendment thereto as of March 3, 2010 (as amended, the "Employment Agreement"). The Third Amendment further amends the Employment Agreement by extending the term of the agreement until December 31, 2016 from December 31, 2013 and modifies the annual non-cash compensation. The foregoing summary is qualified in its entirety by reference to the actual agreement attached to this Current Report as Exhibit 10.1.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits:

See Exhibit Index.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CNA Financial Corporation  
(Registrant)

Date: September 8, 2011

By /s/ D. Craig Mense  
(Signature)  
D. Craig Mense  
Executive Vice President and  
Chief Financial Officer

EXHIBIT INDEX

| Exhibit No. | Description  |
|-------------|--|
| <u>10.1</u> | Third Amendment to Employment Agreement, dated as of September 8, 2011, between Registrant and Thomas F. Motamed |
| <u>99.1</u> | Press Release issued by Registrant on September 8, 2011  |