

CNA FINANCIAL CORP  
Form 8-K  
September 14, 2009

**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 11, 2009**

**CNA FINANCIAL CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**

**1-5823**

**36-6169860**

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

**333 S. Wabash, Chicago, Illinois**

**60604**

(Address of principal executive offices)

(Zip Code)

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

(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 7.01 REGULATION FD DISCLOSURE**

On September 11, 2009, certain wholly owned subsidiaries of Registrant, including Continental Casualty Company ( CCC ), entered into a settlement agreement with Willis Limited, a subsidiary of Willis Group Holdings Limited ( Settlement Agreement ) relating to an action commenced in January, 2008 in the English Commercial Court pertaining to the placement of personal accident reinsurance ( Litigation ).

Under the Settlement Agreement, Willis Limited has agreed to pay CCC a total of \$130 million ( Settlement Amount ). The Settlement Agreement includes no admission of wrongdoing by any party and each party has waived and released all claims it may have against any of the other parties arising out of or in connection with the subject matter of the Litigation. The Settlement Amount, net of reinsurance, will increase the Registrant's Life & Group Non-Core segment third quarter 2009 after-tax operating results by approximately \$60 million.

The information under Item 7.01 in this Current Report is being furnished and shall not be deemed filed for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information under Item 7.01 in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended.

**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 14, 2009

By /s/ D. Craig Mense  
(Signature)

D. Craig Mense  
Executive Vice President and  
Chief Financial Officer