

Rand Alison S.
Form 4
January 25, 2019

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Rand Alison S.

(Last) (First) (Middle)

1 PRIMERICA PARKWAY

(Street)

DULUTH, GA 30099

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Primerica, Inc. [PRI]

3. Date of Earliest Transaction (Month/Day/Year)
06/16/2014

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)
Executive VP and CFO

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. Transaction 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	(D)	Price
Common Stock	06/16/2014		P ⁽¹⁾		74.54	A	\$ 46.72
							43,419.54
Common Stock	09/16/2014		P ⁽¹⁾		71.14	A	\$ 49.0781
							40,990.68
Common Stock	12/16/2014		P		64.99	A	\$ 53.857
							41,055.67
Common Stock	03/16/2015		P		40.6	A	\$ 51.1613
							39,446.27
Common Stock	06/16/2015		P ⁽¹⁾		79.82	A	\$ 45.4816
							37,026.09

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Common Stock	09/16/2015	P	81.14	A	\$ 44.8962	37,107.23	D
Common Stock	12/16/2015	P	74.72	A	\$ 48.9291	37,181.95	D
Common Stock	03/16/2016	P ⁽¹⁾	87.69	A	\$ 44.4398	40,095.64	D
Common Stock	06/16/2016	P ⁽¹⁾	87.91	A	\$ 57.3734	39,870.55	D
Common Stock	09/16/2016	P ⁽¹⁾	92.32	A	\$ 54.6254	37,962.87	D
Common Stock	12/16/2016	P ⁽¹⁾	71.67	A	\$ 70.6	36,428.54	D
Common Stock	03/17/2017	P	65.78	A	\$ 81.4024	40,277.32	D
Common Stock	06/15/2017	P ⁽¹⁾	87.69	A	\$ 74.5874	38,365.01	D
Common Stock	09/15/2017	P ⁽¹⁾	70.98	A	\$ 74.7	36,435.99	D
Common Stock	12/15/2017	P ⁽¹⁾	51.09	A	\$ 104.0718	34,487.08	D
Common Stock	03/16/2018	P ⁽¹⁾	62.55	A	\$ 102.25	28,025.63	D
Common Stock	06/15/2018	P ⁽¹⁾	52.26	A	\$ 101.05	26,077.89	D
Common Stock	09/14/2018	P	42.35	A	\$ 125	24,120.24	D
Common Stock	12/14/2018	P ⁽¹⁾	29.4	A	\$ 105.55	22,149.64	D

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

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(9-02)

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

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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo
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Disposed
of (D)
(Instr. 3,
4, and 5)

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rand Alison S. 1 PRIMERICA PARKWAY DULUTH, GA 30099			Executive VP and CFO	

Signatures

/s/ Stacey K. Geer, attorney in fact	01/25/2019
**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) The reporting person's purchase of the Company's common stock under a broker initiated dividend reinvestment program as reported herein was matchable under Section 16(b) of the Securities Exchange Act of 1934 with the reporting person's sale of the Company's common stock pursuant to 10b5-1 trading plans. As required by Section 16(b), the reporting person disgorged to the Company the full amount of the profit realized in connection with the short-swing transactions.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.