

REINSURANCE GROUP OF AMERICA INC

Form 4

December 01, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Neemeh Alain

2. Issuer Name **and** Ticker or Trading
Symbol
REINSURANCE GROUP OF
AMERICA INC [RGA]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

1370 TIMBERLAKE MANOR
PARKWAY

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/26/2014

____ Director ____ 10% Owner
____ Officer (give title ____ Other (specify
below) below)
Exec. VP - Canada & Australia

CHESTERFIELD, MO 63017

(City) (State) (Zip)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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	(A) or (D)	Price		
Common Stock	11/26/2014		M		3,921	A	\$ 32.2	27,470	D
Common Stock	11/26/2014		M		7,987	A	\$ 59.63	35,457	D
Common Stock	11/26/2014		M		10,114	A	\$ 56.03	45,571	D
Common Stock	11/26/2014		S		16,322	D	\$ 86.069	29,249	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 Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (right to purchase) 2009	\$ 32.2	11/26/2014		M	3,921	02/18/2010 02/18/2019	Common Stock 3,921
Stock Option (right to purchase) 2007	\$ 59.63	11/26/2014		M	7,987	02/20/2008 02/20/2017	Common Stock 7,987
Stock Option (right to purchase) 2008	\$ 56.03	11/26/2014		M	10,114	02/20/2009 02/20/2018	Common Stock 10,114

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Neemeh Alain
1370 TIMBERLAKE MANOR PARKWAY
CHESTERFIELD, MO 63017

Exec. VP - Canada & Australia

Signatures

William Hutton, by power of attorney

12/01/2014

 **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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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