

REINSURANCE GROUP OF AMERICA INC

Form 4

March 02, 2015

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
HUTTON WILLIAM L

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)
16600 SWINGLEY RIDGE ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/26/2015

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)
EVP, General Counsel & Secy.

CHESTERFIELD, MO 63017

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

(City) (State) (Zip)

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	02/26/2015		M		1,315	A \$ 56.03	8,411 D
Common Stock	02/26/2015		M		1,287	A \$ 59.63	9,698 D
Common Stock	02/26/2015		M		1,328	A \$ 32.2	11,026 D
Common Stock	02/26/2015		M		4,647	A \$ 47.1	15,673 D
Common Stock	02/26/2015		S		6,625	D \$ 89.8076	9,048 D

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Common Stock	02/27/2015	M	500	A	\$ 56.03	9,548	D
Common Stock	02/27/2015	S	500	D	\$ 89.707	9,048	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)	
								Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Stock Option (right to purchase) 2008	\$ 56.03	02/26/2015		M	1,315	02/20/2013	02/20/2018	Common Stock 1,315
Stock Option (right to purchase) 2007	\$ 59.63	02/26/2015		M	1,287	02/20/2012	02/20/2017	Common Stock 1,287
Stock Option (right to purchase) 2009	\$ 32.2	02/26/2015		M	1,328	02/18/2014	02/18/2019	Common Stock 1,328
Stock Option (right to purchase) 2010	\$ 47.1	02/26/2015		M	4,647	02/19/2015	02/19/2020	Common Stock 4,647
	\$ 56.03	02/27/2015		M	500	02/20/2013	02/20/2018	500

Stock
Option
(right to
purchase)
2008

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUTTON WILLIAM L 16600 SWINGLEY RIDGE ROAD CHESTERFIELD, MO 63017			EVP, General Counsel & Secy.	

Signatures

William L.
Hutton

02/27/2015

__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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