Edgar Filing: REINSURANCE GROUP OF AMERICA INC - Form 4

REINSURAL Form 4 May 13, 2014	NCE GROUP O	OF AMER	ICA INC								
FORM	1									PPROVAL	
	- UNITED	STATES		ITIES A hington,			NGE (COMMISSION	OMB Number:	3235-0287	
Check thi if no long subject to Section 1 Form 4 or	er STATE 6.					GES IN BENEFICIAL OWNERSH SECURITIES				January 31, 2005 average Irs per 0.5	
Form 5 obligations may continue Filed pursuant to Section 16(a) of the Section 17(a) of the Public Utility Hold					response of the Securities Exchange Act of 1934, v Holding Company Act of 1935 or Section ment Company Act of 1940						
(Print or Type R	lesponses)										
HUTTON WILLIAM L Symbo REIN				uer Name and Ticker or Trading 1 SURANCE GROUP OF RICA INC [RGA]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Mont				of Earliest Transaction /Day/Year) 2014				Director 10% Owner Officer (give title Other (specify below) EVP, General Counsel & Secy.			
				ndment, Date Original hth/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	e I - Non-D	erivative S	Securi	ties Acc	uired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	itle of 2. Transaction Date 2A. Deemed urity (Month/Day/Year) Execution Date, if		3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A)			d of	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common Stock	05/08/2014			Code V A	Amount 1,347 (1)	or (D) A	Price \$ 77.6	(Instr. 3 and 4) 7,546	D		
Common Stock	05/08/2014			F	450 <u>(2)</u>	D	\$ 77.6	7,096	D		

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

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 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. Transact Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
HUTTON WILLIAM L 1370 TIMBERLAKE MANOR PARKWAY CHESTERFIELD, MO 63017			EVP, General Counsel & Secy.			

Signatures

William L. 05/13/2014 Hutton

<u>**</u>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) Acquired pursuant to award of performance contingent stock granted in February 2011.
- (2) Shares of common stock delivered to issuer as payment for taxes withheld. The reported share price is the closing price on May 8, 2014, which is the price that was used for tax withholding purposes.

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.