Nitsou Paul Form 4 March 01, 2011

## FORM 4

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

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Section 16. Form 4 or

Number:

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**OMB APPROVAL** 

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Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Nitsou Paul

(First)

2. Issuer Name and Ticker or Trading Symbol

REINSURANCE GROUP OF AMERICA INC [RGA]

(Middle) 3. Date of Earliest Transaction

> (Month/Day/Year) 02/28/2011

1370 TIMBERLAKE MANOR **PARKWAY** 

> (Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner Other (specify Officer (give title

below)

EVP, Global Major Accounts

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

#### CHESTERFIELD, MO 63017

(State)

(City)	(State)	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)	eution Date, if Transactior Disposed of Code (Instr. 3, 4 and 3			Securities		6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	<b>!</b> )		
Common Stock	02/28/2011		M	10,320	A	\$ 39.61	49,062	D			
Common Stock	02/28/2011		M	8,953	A	\$ 47.47	58,015	D			
Common Stock	02/28/2011		M	9,741	A	\$ 47.48	67,756	D			
Common Stock	02/28/2011		S	29,014	D	\$ 60.3323	38,742	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. Transacti Code (Instr. 8)	5. Number of ionDerivative 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)	\$ 39.61	02/28/2011		M		10,320	12/31/2008	01/28/2004	Common Stock	10,320
Stock Option (right to purchase)	\$ 47.47	02/28/2011		M		8,953	01/27/2006	01/27/2015	Common Stock	8,953
Stock Option (right to purchase)	\$ 47.48	02/28/2011		M		9,741	02/21/2007	02/21/2016	Common Stock	9,741

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Nitsou Paul

1370 TIMBERLAKE MANOR PARKWAY CHESTERFIELD, MO 63017

EVP, Global Major Accounts

**Signatures** 

William Hutton, by power of

attorney 03/01/2011

\*\*Signature of Reporting Person Date

Reporting Owners 2

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# **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. 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.