SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*
O'Loughlin Senan

(Last) (First) (Middle)
16600 SWINGLEY RIDGE ROAD

(Street)
CHESTERFIELD MO 63017

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
06/22/2026

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

4. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Director
10% Owner
☑ Officer (give title below)
Other (specify below)
Executive Vice President

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

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 Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,967.412	D	

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Restricted Share Unit - March 2026	(1)	(1)	Common Stock	539	0(2)	D	
Restricted Share Unit - March 2025	(3)	(3)	Common Stock	291	0(2)	D	
Restricted Share Unit - March 2024	(4)	(4)	Common Stock	142	0(2)	D	
Stock Appreciation Right (right to purchase) 2026	(1)	03/19/2036	Common Stock	1,556	200.5	D	
Stock Appreciation Right (right to purchase) 2025	(3)	03/06/2035	Common Stock	1,190	193	D	
Stock Appreciation Right (right to purchase) 2024	(4)	03/15/2034	Common Stock	1,081	185.28	D	
Stock Appreciation Right (right to purchase) 2023	(5)	03/09/2033	Common Stock	964	138.34	D	
Stock Appreciation Right (right to purchase) 2022	(5)	03/22/2032	Common Stock	1,263	106.53	D	

Explanation of Responses:

1. Stock appreciation rights and restricted share units settle in common stock, vest in 33 1/3% increments, beginning on the first anniversary date of the grant, and fully vest on March 19, 2029.
2. Each restricted stock unit represents a contingent right to receive one (1) share of the Issuer's common stock upon vesting.
3. Stock appreciation rights and restricted share units settle in common stock, vest in 33 and 1/3% increments over three years, and fully vest on December 31, 2027.
4. Stock appreciation rights and restricted share units settle in common stock, vest in 33 and 1/3% increments over three years, and fully vest on December 31, 2026.
5. Stock appreciation rights settle in common stock and vest in 25% increments, over four years, beginning on December 31 of the year of grant.

Remarks:

/s/ My Chi To, by Power of Attorney   07/02/2026
** Signature of Reporting Person   Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, *see* Instruction 5 (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.
Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

LIMITED POWER OF ATTORNEY FOR
SECTION 16 REPORTING OBLIGATIONS

June 3, 2026

Let it be known that the undersigned hereby makes, constitutes and appoints each of My Chi To and John Hayden, or either of them acting singly, and with full power of substitution and re-substitution, the undersigned's true and lawful attorney-in-fact (each of such persons and their substitutes being referred to herein as the "Attorney-in-Fact") with full power and authority to:

1. Obtain login credentials for the website login.gov and prepare, execute, and submit to the Securities and Exchange Commission ("SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required or considered by the Attorney-in-Fact to be advisable under Section 16 of the Securities Exchange Act of 1934 (the "Exchange Act") or any rule or regulation of the SEC;

2. Prepare, execute and submit to the SEC, Reinsurance Group of America, Incorporated (the "Company"), and/or the New York Stock Exchange all reports (including any amendments thereto) the undersigned is required to file with the SEC, or which the Attorney-in-Fact considers it advisable to file with the SEC, under Section 16 of the Exchange Act or any rule or regulation thereunder, or under Rule 144 under the Securities Act of 1933 ("Rule 144"), with respect to the any security of the Company, including Forms 3, 4, and 5, and Forms 144; and

3. Obtain, as the undersigned's representative and on the undersigned's behalf, information regarding transactions in the Company's equity securities from any third party, including the Company and any brokers, dealers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such third party to release any such information to the Attorney-in-Fact.

Further, that the undersigned hereby constitutes and appoints My Chi To, Cherie Hixon, and Yvonne Martinez, or either of them acting singly, and with full power of substitution and re-substitution, the undersigned's true and lawful attorney-in-fact (each of such persons and their substitutes being referred to herein as the "Administrator") and as the undersigned's true and lawful attorney-in-fact to act as an account administrator for the undersigned's EDGAR account, with full power and authority to:

4. Act as an account administrator for the undersigned's EDGAR account, including to: (i) appoint, remove, and replace account administrators, account users, technical administrators and delegated entities; (ii) maintain the security of the undersigned's EDGAR account, including modification of access codes; (iii) maintain, modify, and certify the accuracy of information on the undersigned's EDGAR account dashboard; (iv) act as the EDGAR point of contact with respect to the undersigned's EDGAR account; and (v) any other actions contemplated by Rule 10 of Regulation S-T with respect to account administrators; or act as a delegated administrator for the undersigned's EDGAR account;

5. Cause the Company to accept a delegation of authority from any of the undersigned's EDGAR account administrators and, pursuant to that delegation, authorize the Company's EDGAR account administrators to appoint, remove, or replace users for the undersigned's EDGAR account;

The undersigned acknowledges that:

A. This Section 16 Power of Attorney (this "Power of Attorney") authorizes, but does not require, the Attorney-in-Fact and Administrator to act in his or her discretion on information provided to such Attorney-in-Fact or Administrator without independent verification of such information;

B. Any documents prepared or executed by the Attorney-in-Fact or Administrator on behalf of the undersigned pursuant to this Power of Attorney will be in such form and will contain such information as the Attorney-in-Fact or Administrator, in his or her discretion, deems necessary or desirable;

C. Neither the Company nor the Attorney-in-Fact or Administrator assumes any liability for the undersigned's responsibility to comply with the requirements of Section 16 of the Exchange Act or Rule 144, any liability of the undersigned for any failure to comply with such requirements, or any liability of the undersigned for disgorgement of profits under Section 16(b) of the Exchange Act; and

D. This Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under Section 16 of the Exchange Act, including, without limitation, the reporting requirements under Section 16 of the Exchange Act.

The undersigned hereby grants to the Attorney-in-Fact and Administrator full power and authority to do and perform each and every act and thing requisite, necessary or advisable to be done in connection with the foregoing, as fully, to all intents and purposes, as the undersigned might or could do in person, hereby ratifying and confirming all that the Attorney-in-Fact and Administrator, or his or her substitute or substitutes, shall lawfully do or cause to be done by authority of this Power of Attorney.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 4 or 5 or Forms 144 with respect to the undersigned's holdings of and transactions in securities of the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Administrator. This Power of Attorney revokes all previous powers of attorney with respect to the subject matter of this Power of Attorney.

IN WITNESS WHEREOF, the undersigned has executed this Power of Attorney as of the date first written above.

X

SENAN O'LOUGHLIN

STATE OF MISSOURI }
} (SS)
COUNTY OF ST. LOUIS }

On this 2 day of June, in the year 2026, before me, the undersigned notary public, personally appeared SENAN O'LOUGHLIN, known to me to be the person whose name is subscribed to the within LIMITED POWER OF ATTORNEY FOR SECTION 16 REPORTING PERSONS instrument and acknowledged that he executed the same for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.

Katrina Klein

Printed Name: Katrina

My Commission Expires: 1-26-30

KATRINA KLEIN
NOTARY PUBLIC - NOTARY SEAL
STATE OF MISSOURI
MY COMMISSION EXPIRES JANUARY 26, 2030
ST. CHARLES COUNTY
COMMISSION #14571461

Seal

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