

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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 <b>LARSON TODD C</b>  (Last) (First) (Middle) <b>16600 SWINGLEY RIDGE ROAD</b>  (Street) <b>CHESTERFIELD MO 63017</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>REINSURANCE GROUP OF AMERICA INC [ RGA ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>SEVP, Chief Financial Officer</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>03/06/2024</b>	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date of Original Filed (Month/Day/Year)		
Rule 10b5-1(c) Transaction Indication  <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

**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	03/06/2024		M		1,992	A	\$90.06	50,429	D	
Common Stock	03/06/2024		S		880 <sup>(1)</sup>	D	\$182.88	49,549	D	
Common Stock	03/06/2024		M		4,724	A	\$93.53	54,273	D	
Common Stock	03/06/2024		S		2,086 <sup>(2)</sup>	D	\$182.88	52,187	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Appreciation Right (right to purchase) 2015	\$90.06	03/06/2024		M			3,926	(3)	03/06/2025	Common Stock	3,926	\$0	0	D	
Stock Appreciation Right (right to purchase) 2016	\$93.53	03/06/2024		M			9,669	(3)	03/04/2026	Common Stock	9,669	\$0	0	D	

**Explanation of Responses:**

- Represents (i) 1,934 shares sold to pay the exercise price the purchase of common stock, and (ii) 880 shares withheld to satisfy Company tax withholding obligations, resulting in a net settlement of 1,112 shares.
- Represents (i) 4,945 shares sold to pay the exercise price the purchase of common stock, and (ii) 2,086 shares withheld to satisfy Company tax withholding obligations, resulting in a net settlement of 2,638 shares.
- SARs grants vest in 25% increments over four years, starting on December 31 of the year of grant.

**Remarks:**

/s/ William L. Hutton, by 03/08/2024  
Power of Attorney

\*\* 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 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.

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.