Instruction 1(b).

П

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

l	OMB Number:	3235-0287							
	OMB Number: 3235-0287 Estimated average burden hours per response: 0.5								
l	hours per response:	0.5							

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

					or Sect	ion 30(h) o	f the I	nvestment C	Company Ac	of 1940					
1. Name and Address of Reporting Person*				E	2. Issuer Name and Ticker or Trading Symbol <u>REINSURANCE GROUP OF AMERICA</u> <u>INC</u> [RGA]					(Ch	eck all applic X Directo	r	10% Ov	vner	
(Last) (First) (Middle) 16600 SWINGLEY RIDGE RD					3. Date of Earliest Transaction (Month/Day/Year) 05/19/2021							below)	(give title	Other (s below)	specny
(Street) CHESTERFIELD MO 63017 (City) (State) (Zip)				4	4. If Amendment, Date of Original Filed (Month/Day/Year)					Line	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned															
1. Title of Security (Instr. 3) Date (Month/D					Execution Date,		Code (Instr. 5)				5. Amour Securitie Beneficia Owned F Reported	es Forr ally (D) of Following (I) (II	m: Direct	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code V	Amount	(A) oi (D)	Price	Transact (Instr. 3 a	ion(s)		iiisu. 4)
	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. 3. Transaction Date (Month/Day/Year) Price of Derivative Security 3. Transaction Date (Month/Day/Year) A. Deemed Execution Date (Month/Day/Year)		Code	ransaction Deriv code (Instr. Secu) Acqu or Di of (D		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ate	Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	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	Amount or Number of Shares		(instr. 4)		
Phantom Stock	\$0 ⁽¹⁾	05/19/2021		A		2,124 ⁽²⁾		(3)	05/19/203	Common Stock	2,124	\$124.75	2,124	D ⁽⁴⁾	

Explanation of Responses:

1. 1 for 1 based upon fair market value of Common Stock.

2. Acquired pursuant to deferral of annual retainer (922 shares) and deferral of stock grant (1202 shares) to independent directors for services performed as a director.

3. Director can elect to receive payment (1) upon retirement or (2) after a five or seven year deferral period.

4. Ms. Albo beneficially owns a total of 3813 phantom shares.

William Hutton, by power of

<u>attorney</u>

05/20/2021

** 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.