SEC Form 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 4

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-028									
Estimated average burden									
hours per response:	0.5								

STATEMENT	OF CHANGES	S IN BENEFICIAL	OWNERSHIP

Sectio obligat	this box if no lo n 16. Form 4 or tions may contin tion 1(b).	onger subject to Form 5 nue. <i>See</i>	STAT		ed pur	suant	to Section	16(a)) of the Se	curiti	NEFICI ies Exchang mpany Act o	ge Act of :		SHIP	OMB N Estima hours p	ited ave	erage burden	0.5
1. Name and Address of Reporting Person* <u>ALBO PINA</u>				2. Issuer Name and Ticker or Trading Symbol <u>REINSURANCE GROUP OF AMERICA</u> <u>INC</u> [RGA]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner							
(Last) 16600 S	(Last) (First) (Middle) 16600 SWINGLEY RIDGE ROAD				3. Date of Earliest Transaction (Month/Day/Year) 05/25/2022								Officer below)	(give title	give title Other below		becify	
(Street) CHESTI	ERFIELD M		63017 (Zip)		4. 1	If Ame	ndment, D	oate o	f Original I	Filed	(Month/Day	y/Year)	6. Lin	X Form fi	iled by One iled by More	Repo	(Check App rting Person One Report	
		Tal	ole I - Nor	n-Deriv	ativ	e Se	curities	Aco	quired,	Dis	posed of	f, or Be	neficia	ly Owned				
1. Title of Security (Instr. 3) 2. Trans. Date (Month/L				action 2A. Deemed Execution Date, if any (Month/Day/Year)			Code (Instr. 5)				Beneficia Owned F	s ally following	Form: (D) or	n: Direct I or Indirect E nstr. 4) (7. Nature of Indirect Beneficial Ownership			
								Code	v	Amount	(A) o (D)	r Price	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
			Table II - I (osed of, convertib			owned				
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year			3A. Deemed Execution D if any (Month/Day/	Date, Tran Code		5. Numbe Derivativ Securitie Acquired or Dispos of (D) (Ins 3, 4 and 5		re es I (A) sed str.	Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(ly	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				c	code	v	(A)	(D)	Date Exercisat		Expiration Date	Title	Amount or Number of Shares		(Instr. 4)			
Common Stock	\$0.0 ⁽¹⁾	05/25/2022			A		2,230 ⁽²⁾		(3)		(4)	Common Stock	2,230	\$121.05	2,230		D ⁽⁵⁾	

Explanation of Responses:

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

2. Acquired pursuant to deferral of annual retainer (950 shares) and deferral of stock grant (1,280 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. Distributable upon director's retirement from the Board in accordance with distribution elections.

5. The reporting person beneficially owns a total of 6,043 phantom shares.

Remarks:

/s/ William L.Hutton

05/27/2022

** Signature of Reporting Person

Date

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

 \ast 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.