FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, D.C. 20549 | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | | |
|--------------------------|-----|--|--|--|--|--|--|--|--|--|
| OMB Number: 3235-02 | | | | | | | | | | |
| Estimated average burden | | | | | | | | | | |
| hours per response: | 0.5 | | | | | | | | | |

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

| Name and Address of Reporting Person* Kleeman Raymond | | | | | RE IN | 2. Issuer Name and Ticker or Trading Symbol REINSURANCE GROUP OF AMERICA INC [RGA] | | | | | | | | eck all appli Directo | cable) or (give title | , | | uer /ner pecify | | |
|---|--|--|---|-------------------------|-------------------------------|---|-----|-----------------------------------|--|--|--------------------|--|--|---|---|---|--|---------------------------------------|--|--|
| (Last) (First) (Middle) 16600 SWINGLEY RIDGE ROAD | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 04/10/2023 | | | | | | | | below) below) EVP, Chief HR Officer | | | | | | |
| (Street) CHESTERFIELD MO 63017 | | | | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) (State) (Zip) | | | | | | Rule 10b5-1(c) Transaction Indication 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. Transac Date (Month/Date) | | | | Executions/Year) if any | | xecution Date, fany | | Transaction Disposed Code (Instr. | | ities Acquired (A) or d Of (D) (Instr. 3, 4 and 9 | | Benefic | es ially Following | Form (D) o | n: Direct or Indirect Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | | |
| | | | | | | | | Code | v | Amount | (A) or (D) | Price | Transac (Instr. 3 | tion(s) | | | (msu. 4) | | | |
| Common Stock 04/10/2 | | | | | 2023 | | | | M | | 1,317 | 1) A | (1) | 2, | 2,204 | | D | | | |
| Common Stock 04/10/2 | | | | /2023 | 2023 | | F | | 386(2) | D | \$135. | 09 1,818 | | B18 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. Transa Code (I 8) | | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | 7. Title an Amount o Securities Underlyin Derivative (Instr. 3 an | f g Security | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4) | ly | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | | |
| | | | | | Code | v | (A) | (D) | Date Exercisa | | Expiration Date | Title | Amount or Number of Shares | | | | | | | |
| Restricted Share Unit Special Grant - April 2022 | (3) | 04/10/2023 | | | М | | | 1,317 | 03/31/20 |)23 | (1) | Common Stock | 1,317 | (1) | 0 | | D | | | |

Explanation of Responses:

- 1. This one-time special restricted share unit award, granted on April 4, 2022, vests in three equal installments at December 31, 2022, March 31, 2023 and December 31, 2024.
- 2. Shares of Common Stock delivered to Issuer as payment for taxes withheld. The reported share price of \$135.09, was the closing price on April 10, 2023, which is the price used for settlement and tax withholding purposes
- 3. Each RSU represents a contingent right to receive one (1) share of the Issuer's Common Stock upon settlement

Remarks:

/s/ William L. Hutton, by 04/12/2023 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.