

Edgar Filing: WOODRING A GREIG - Form 4

WOODRING A GREIG  
 Form 4  
 November 27, 2002

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 FORM 4  
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 OMB APPROVAL  
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or  
 Section 30(h) of the Investment Company Act of 1940

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

(Print or Type Responses)

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1. Name and Address of Reporting Person\*

|                               |         |          |
|-------------------------------|---------|----------|
| Woodring                      | A.      | Greig    |
| -----                         | -----   | -----    |
| (Last)                        | (First) | (Middle) |
| 1370 Timberlake Manor Parkway |         |          |
| -----                         |         |          |
| (Street)                      |         |          |

|              |          |       |
|--------------|----------|-------|
| Chesterfield | Missouri | 63117 |
| -----        | -----    | ----- |
| (City)       | (State)  | (Zip) |

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2. Issuer Name AND Ticker or Trading Symbol

Reinsurance Group of America, Incorporated (NYSE:RGA)  
 =====

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

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4. Statement for Month/Day/Year

Nov. 26, 2002  
 =====

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

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6. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

|       |                            |     |                       |
|-------|----------------------------|-----|-----------------------|
| [ X ] | Director                   | [ ] | 10% Owner             |
| [ X ] | Officer (give title below) | [ ] | Other (specify below) |

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President and Chief Executive Officer  
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7. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person  
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Form filed by More than One Reporting Person  
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TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF,  
OR BENEFICIALLY OWNED

| 1.<br>Title of Security<br>(Instr. 3) | 2.<br>Transaction<br>Date<br>(Month/<br>Day/Year) | 2A.<br>Deemed<br>Execution<br>Date, if any<br>(Month/<br>Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) |   | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |                  | Price |
|---------------------------------------|---|--|---|---|--|------------------|-------|
|                                       |   |  | Code                                    | V | Amount   | (A)<br>or<br>(D) |       |
|                                       |   |  |   |   |  |                  |       |
|                                       |   |  |   |   |  |                  |       |
|                                       |   |  |   |   |  |                  |       |
|                                       |   |  |   |   |  |                  |       |
|                                       |   |  |   |   |  |                  |       |

TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIA  
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIE

| 1.<br>Title of<br>Derivative | 2.<br>Conver-<br>sion<br>or<br>Exer-<br>cise<br>Price<br>of<br>Deriv-<br>ative | 3.<br>Trans-<br>action<br>Date<br>(Month/<br>Day/Year) | 3A.<br>Execu-<br>tion<br>Date,<br>if any<br>(Month/<br>Day/Year) | 4.<br>Trans-<br>action<br>Code<br>(Instr.<br>8) | 5.<br>Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5) | 6.<br>Exercisable and<br>Expiration Date<br>(Month/Day/Year) |  | 7.<br>Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4)<br>-----<br>Amount<br>or<br>Number |
|------------------------------|--|--|--|---|--|--|--|--|
|                              |  |  |  |   |  |  |  |  |
|                              |  |  |  |   |  |  |  |  |
|                              |  |  |  |   |  |  |  |  |
|                              |  |  |  |   |  |  |  |  |
|                              |  |  |  |   |  |  |  |  |
|                              |  |  |  |   |  |  |  |  |

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| Security<br>(Instr. 3)                            | Secu-<br>rity | Day/<br>Year) | Day/<br>Year) | -----<br>Code V | -----<br>(A) | -----<br>(D) | Exer-<br>cisable | tion<br>Date | Title           | of<br>Shares |
|---|---------------|---------------|---------------|-----------------|--------------|--------------|------------------|--------------|-----------------|--------------|
| Performance Share<br>Dividend<br>Equivalent Right | 1-for-1       | (1)           |               | A               | 27.7         |              | (1)              | (1)          | Common<br>Stock | 27.7         |

Explanation of Responses:

(1) Acquired on dividend payment date Nov. 26, 2002. Rights become vested and expire proportionately with the performance shares to which they relate.

/s/ William L. Hutton

November 27, 2002

\*\*Signature of Reporting Person  
Attorney-in-fact

Date

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