

REINSURANCE GROUP OF AMERICA INC  
Form 8-K  
May 21, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of Earliest Event Reported): May 20, 2015**

**REINSURANCE GROUP OF AMERICA, INCORPORATED**

**(Exact Name of Registrant as Specified in its Charter)**

**Missouri**  
**(State or Other Jurisdiction**

**1-11848**  
**(Commission**

**43-1627032**  
**(IRS Employer**

**of Incorporation)**

**File Number)**

**Identification Number)**

**16600 Swingley Ridge Road, Chesterfield, Missouri 63017**

(Address of Principal Executive Office)

Registrant's telephone number, including area code: (636) 736-7000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

The annual meeting of shareholders (the Annual Meeting ) of Reinsurance Group of America, Incorporated (the Company ) was held on May 20, 2015. The number of shares present at the meeting, in person or proxy, was 63,151,002, or approximately 93.8% of the outstanding voting shares of the Company. At the Annual Meeting, the Company s shareholders were asked to vote on the election of three directors and the two proposals described below, and the votes were cast as follows:

1. Election of the following directors for terms expiring in 2018:

	For	Abstain	Broker Non-Votes
Frederick J. Sievert	58,532,516	1,805,956	2,812,530
Stanley B. Tulin	58,652,261	1,686,211	2,812,530
A. Greig Woodring	57,615,912	2,722,560	2,812,530

2. Advisory vote to approve the compensation of the Company s named executive officers:

For	Against	Withheld	Broker Non-Votes
59,130,397	1,062,199	145,876	2,812,530

3. Proposal to ratify the appointment of Deloitte & Touche LLP as the Company s independent auditor for the fiscal year ending December 31, 2015.

For	Against	Abstain
61,840,053	1,273,363	37,586

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**REINSURANCE GROUP OF AMERICA,  
INCORPORATED**

Date: May 21, 2015

By: /s/ Jack Lay  
Jack B. Lay  
Senior Executive Vice President and Chief Financial  
Officer