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WATSON GRAHAM S Form 4

January 31, 2003

FORM 4	OMB APPROVAL				
		Estimated av	3235-0287 January 31, 2005 erage burden		
UNITED STATES SE WAS	CURITIES AND EXC		ON		
STATEMENT OF C	HANGES IN BENEFI	CIAL OWNERSHIP			
Filed pursuant to Section 1 Section 17(a) of the Pub Section 30(h) of the	lic Utility Hold	ing Company Ac	t of 1935 or		
[] Check this box if no longer obligations may continue. S	_		or Form 5		
(Print or Type Responses)					
1. Name and Address of Reporting	Person*				
Watson	Graham		S.		
(Last)	(First)		(Middle)		
1370 Timberlake Manor Parkway					
	(Street)				
Chesterfield	Mis	souri	63017		
(City)	(St	ate)	(Zip)		
2. Issuer Name AND Ticker or Tra	ding Symbol	========			
Reinsurance Group of America, In	c. (RGA)				
3. I.R.S. Identification Number	of Reporting Per	son, if an ent	ity (voluntary)		
4. Statement for Month/Day/Year					
01/29/2003					
5. If Amendment, Date of Origina	l (Month/Day/Yea	r)			
6. Relationship of Reporting Per (Check all applicab					
[] Director [X] Officer (give title belo	[] (w] 10% Owner] Other (spe	cify below)		

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				 ============	:
7. Individual or Jo	int/Group Filin	g (Check Applica	able Line)		
X Form filed by	One Reporting	Person			
Form filed by	More than One	Reporting Persor	ı		
 					=
	:========		ON-DERIVATIVE	SECURITIES ACQUIF	
	:=======				
	2.	2A. Deemed	3. Transaction Code	4. Securities Acqui Disposed of (D) (Instr. 3, 4 and	1 5)
l. Title of Security (Instr. 3)	Transaction Date		(Instr. 8) Code V	Amount	(A) or Price (D)
		======================================	S SECURITIES A		OF, OR BENEFI
		======================================	S SECURITIES A		OF, OR BENEF
		======================================	S SECURITIES A		OF, OR BENEFI
		======================================	S SECURITIES A		OF, OR BENEFI
2 C S	TABLE :	======================================	E SECURITIES A CALLS, WARRAN	======================================	7. Title and Amo
2 C S O E	TABLE Conversion Exersion	======================================	5. Number of Derivative Securities	======================================	7. Title and Amo

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Security (Instr. 3)	Secu- rity	Day/ Year)	Day/ Year)	 Code V			- Exer- cisable		Title	of Shares
Stock Options (Right to buy)	\$27.29	01/29/03	 3 	A 	45 , 495	; ;	(1)	01/29/13	Common Stock	45 , 495
							=======			

Explanation of Responses:

(1) Vests in five (5) equal annual installments beginning on the first anniversary of the date of grant specified in column 3.

/s/ William L. Hutton January 31, 2003

**Signature of Reporting Person Date

By: William L. Hutton, Attorney-in-fact Watson, Graham S.

1370 Timberlake Manor Parkway

Chesterfield MO 63017 Reinsurance Group of America, Inc. (RGA) 01/2003

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