



Edgar Filing: LAY JACK B - Form 4

Exec. Vice President & CFO

7. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person

Form filed by More than One Reporting Person

TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

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

TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED (E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

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

Edgar Filing: LAY JACK B - Form 4

Security (Instr. 3)	Secu- rity	Day/ Year)	Day/ Year)	----- Code V	----- (A)	(D)	Exer- cisable	tion Date	Title	of Shares
------------------------	---------------	---------------	---------------	-----------------	--------------	-----	------------------	--------------	-------	--------------

Stock Options (Right to buy)	\$27.29	01/29/03		A	27,025		(1)	01/29/13	Common Stock	27,025
---------------------------------	---------	----------	--	---	--------	--	-----	----------	-----------------	--------

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  
Lay, Jack B.  
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.