# REINSURANCE GROUP OF AMERICA INC Form SC 13G/A

February 17, 2009

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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SCHEDULE 13G/A (Rule 13d-102)

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Amendment No. 1

INFORMATION TO BE INCLUDED IN STATEMENTS PURSUANT TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 UNDER THE SECURITIES EXCHANGE ACT OF 1934

REINSURANCE GROUP OF AMERICA, INCORPORATED (Name of Issuer)

CLASS B COMMON STOCK, \$0.01 PAR VALUE PER SHARE (Title of Class of Securities)

759351505 (CUSIP Number)

December 31, 2008 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- [ ] Rule 13d-1(b)
- [X] Rule 13d-1(c)
- [ ] Rule 13d-1(d)

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\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Schedule 13G/A CUSIP No. 759351505

(1)	S.S.	E OF REPORTI OR I.R.S. idson Kempne	IDENTI	FICATION	NO.	OF ABO	OVE PE	RSON					
(2)	CHE	CK THE APPRO	 DPRIATE	BOX IF	A MEN	 1BER OF	 F A GR	 OUP					
									a) b)	[ ] [X]			
(3)	SEC	USE ONLY											
(4)	CIT	IZENSHIP OR	PLACE New Y		NIZATI	ION							
		(5)	SOLE	VOTING F	POWER								
SHARES BENEFIC		(6)	SHARE	D VOTING	F POWE	ER							
OWNED B	Y												
EACH		(7)	SOLE	DISPOSIT 0	CIVE E	POWER							
REPORTI	NG												
PERSON	WITH	(8)	SHARE	D DISPOS 0	SITIVE	E POWER	3						
		AGGREGATE A BY EACH REE			[ALLY	OWNED							
	(10)	CHECK BOX I										[ ]	
	(11)	PERCENT OF BY AMOUNT											
	(12)	TYPE OF REE	PORTING	PERSON PN									
Schedul CUSIP N											Page	3 of	32
(1)	S.S.	E OF REPORTI OR I.R.S.	IDENTI	FICATION									
(2)	CHE	CK THE APPRO	DPRIATE	BOX IF	A MEN	ABER OF	A GR	OUP					
									a) b)				

(3)	SEC	USE ONLY	
(4)	CIT	IZENSHIP OR PLACE OF ORGANIZATION  Delaware	
NUMBER O	F	(5) SOLE VOTING POWER 0	
		(6) SHARED VOTING POWER  0	
EACH REPORTIN	·G	(7) SOLE DISPOSITIVE POWER  0	
		(8) SHARED DISPOSITIVE POWER 0	
(	•	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 0	
(	10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[ ]
(	-	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.0%	
(	12)	TYPE OF REPORTING PERSON PN	
Schedule			Page 4 of 32
	S.S. M. H	E OF REPORTING PERSON . OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON H. Davidson & Co.	
		CK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	
		(a) [ ] (b) [X]	
		USE ONLY	
		IZENSHIP OR PLACE OF ORGANIZATION  New York	
NUMBER O	F	(5) SOLE VOTING POWER	

SHARES								 		_
	ALLY	(6)	SHARE	D VOTING P	OWER					
OWNED BY								 		-
EACH		(7)	SOLE	DISPOSITIV 0	E POWER					
REPORTIN	G							 		-
PERSON W	ITH	(8)	SHARE	D DISPOSIT	IVE POWER					
(		AGGREGATE BY EACH RE		BENEFICIAL PERSON 0	LY OWNED					
(				AGGREGATE ES CERTAIN				 	[ ]	_
(.		PERCENT OF BY AMOUNT		REPRESENTE (9) 0.0%	D			 		_
(:	12)	TYPE OF RE	PORTING	PERSON PN				 		
Schedule CUSIP No (1)	. 759	351505  OF REPORT			O. OF ABOVE		J	 Page	5 of 32	_
				rnational,				 		_
(2)	CHEC	K THE APPR	OPRIATE	BOX IF A	MEMBER OF A	A GROUP				
							(a) (b)			_
(3)	SEC I	USE ONLY						 		_
(4)	CITI	ZENSHIP OR		OF ORGANIZ sh Virgin				 		_
NUMBER O	F	(5)	SOLE	VOTING POW 0	ER					
SHARES								 		_
BENEFICIA	ALLY	(6)	SHARE	D VOTING P	OWER					
OWNED BY								 		-
EACH		(7)	SOLE	DISPOSITIV 0	E POWER					
REPORTIN	G							 		_

PERSON	WITH	(8)	)	SHARED DIS	POSITIVE 0	POWER					
	(9)			AMOUNT BENEF PORTING PERS		OWNED					
	(10)			IF THE AGGRE EXCLUDES CE							[ ]
	(11)			CLASS REPRE IN ROW (9)	SENTED						
	(12)	TYPE (	OF RE	PORTING PERS							
Schedu CUSIP			5							Page	6 of 32
(1)	S.S		.R.S.	ING PERSON IDENTIFICAT	ION NO.	OF ABOVE	E PERSON				
(2)	CHE	CK THE	APPR	OPRIATE BOX	IF A MEM	BER OF A	A GROUP				
								(a) (b)			
(3)	SEC	USE O	NLY								
(4)	CIT	IZENSH	IP OR	PLACE OF OR New York	GANIZATI	ON					
NUMBER SHARES		<b>(</b> 5)	)	SOLE VOTIN	G POWER 0						
	CIALLY		)	SHARED VOI		R					
EACH			١	SOLE DISPC	CITIVE	OMED					
REPORT					0						
			)	SHARED DIS	POSITIVE 0	POWER					
	(9)			AMOUNT BENEF		OWNED			. — — —		
	(10)	CHECK	BOX	 TF THE AGGRE	GATE AMO	 UNT					

	IN ROW (9)	EXCLUDES CERTAIN SHARES		[ ]
(11)	PERCENT OF BY AMOUNT	CLASS REPRESENTED IN ROW (9) 0.0%		
(12)	TYPE OF RE	PORTING PERSON PN		
Schedule 13G, CUSIP No. 75				Page 7 of 32
	. OR I.R.S.	ING PERSON IDENTIFICATION NO. OF ABOVE Per Advisers Inc.	ERSON	
(2) CHE	CK THE APPR	OPRIATE BOX IF A MEMBER OF A G	ROUP	
			(a) (b)	
(3) SEC	USE ONLY			
(4) CIT:		PLACE OF ORGANIZATION New York		
NUMBER OF	(5)	SOLE VOTING POWER 0		
BENEFICIALLY OWNED BY		SHARED VOTING POWER 0		
EACH REPORTING	(7)	SOLE DISPOSITIVE POWER 0		
PERSON WITH	(8)	SHARED DISPOSITIVE POWER 0		
(9)		AMOUNT BENEFICIALLY OWNED PORTING PERSON 0		
		IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES		[ ]
(11)		CLASS REPRESENTED IN ROW (9) 0.0%		
(12)	TYPE OF RE	PORTING PERSON IA		

CUSIP No.	13G/i . 759:	Page 8 of 32		
, ,	S.S.	OR I.R.S.	TING PERSON TIDENTIFICATION NO. OF ABOVE PERSON THE INTERNATIONAL Advisors, L.L.C.	
(2)	CHEC	K THE APPF	ROPRIATE BOX IF A MEMBER OF A GROUP	
			(a) (b)	
(3)	SEC I	JSE ONLY		
(4)	CITI	ZENSHIP OF	R PLACE OF ORGANIZATION Delaware	
NUMBER OF	?	(5)	SOLE VOTING POWER 0	
BENEFICIA		(6)	SHARED VOTING POWER 0	
EACH REPORTING	7	(7)	SOLE DISPOSITIVE POWER 0	
		(8)	SHARED DISPOSITIVE POWER 0	
(9			AMOUNT BENEFICIALLY OWNED  EPORTING PERSON  0	
(1	•		IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES	[ ]
(1			CLASS REPRESENTED IN ROW (9) 0.0%	
(1	12)	TYPE OF RE	EPORTING PERSON OO	

Schedule 13G/A CUSIP No. 759351505

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(1)	S.S	E OF REPORT OR I.R.S. mas L. Kemp	. IDENT	IFICATION	NO. OF AB	OVE PERSOI	N				
(2)	CHE	CK THE APPE	ROPRIATI	E BOX IF	A MEMBER O	F A GROUP					
								[ ] [X]			
(3)	SEC	USE ONLY									
(4)	CIT	IZENSHIP OF		OF ORGAN							
NUMBER SHARES		(5)	SOLE	VOTING P	OWER						
BENEFI(	CIALLY	(6)		ED VOTING 0	POWER						
OWNED DEACH		. ,	SOLE	DISPOSIT 0	IVE POWER						
PERSON		(8)	SHARI	ED DISPOS	ITIVE POWE	R					
	(9)	AGGREGATE BY EACH RE			ALLY OWNED						
	(10)	CHECK BOX IN ROW (9)								[ ]	
	(11)	PERCENT OF									
	(12)	TYPE OF RE	EPORTING	G PERSON IN							
Schedu CUSIP 1		/A 9351505							Page	10 o	f 32
(1)	S.S	E OF REPORT OR I.R.S. vin H. Davi	. IDENT		NO. OF AB	OVE PERSOI	N				
(2)	CHE	CK THE APPE	ROPRIATI	E BOX IF	A MEMBER O	F A GROUP					
								[ ] [X]			

(3) SEC	USE ONLY			
(4) CIT		PLACE OF ORGANIZATION United States		
NUMBER OF	(5)	SOLE VOTING POWER		
SHARES				
BENEFICIALLY	(6)	SHARED VOTING POWER 0		
OWNED BY				
EACH	(7)	SOLE DISPOSITIVE POWER 0		
REPORTING				
PERSON WITH	(8)	SHARED DISPOSITIVE POWER 0		
(9)		AMOUNT BENEFICIALLY OWNED PORTING PERSON		
(10)		IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES		[ ]
		CLASS REPRESENTED IN ROW (9) 0.0%		
(12)	TYPE OF RE	PORTING PERSON IN		
Schedule 13G CUSIP No. 75				Page 11 of 32
S.S	E OF REPORT OR I.R.S. phen M. Dow	IDENTIFICATION NO. OF ABOV	VE PERSON	
(2) CHE	CK THE APPR	OPRIATE BOX IF A MEMBER OF	A GROUP	
			(a) [ ] (b) [X]	
(3) SEC	USE ONLY			
(4) CIT	IZENSHIP OR	PLACE OF ORGANIZATION United States		
NUMBER OF	(5)	SOLE VOTING POWER		
~11111111111111111111111111111111111111				

BENEFIC	CIALLY	(6)	SHARED VOTING POWER			
OWNED E	ВҮ		0			
EACH		(7)	SOLE DISPOSITIVE POWER			
REPORT	ING					
PERSON	WITH	(8)	SHARED DISPOSITIVE POWER 0			
			AMOUNT BENEFICIALLY OWNED PORTING PERSON 0			
	(10)		IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES			[ ]
	. ,	PERCENT OF BY AMOUNT	CLASS REPRESENTED IN ROW (9) 0.0%			
	(12)	TYPE OF RE	PORTING PERSON IN			
	No. 75 NAM S.S	9351505  E OF REPORT	IDENTIFICATION NO. OF ABOVE PER			Page 12 of 32
CUSIP N(1)	No. 75  NAM S.S Sco	9351505 E OF REPORT . OR I.R.S. tt E. David	IDENTIFICATION NO. OF ABOVE PER			Page 12 of 32
CUSIP N(1)	No. 75  NAM S.S Sco	9351505 E OF REPORT . OR I.R.S. tt E. David	IDENTIFICATION NO. OF ABOVE PER	 DUP (a)	[ ]	Page 12 of 32
(1) (2)	NO. 75  NAM S.S SCO CHE	9351505 E OF REPORT . OR I.R.S. tt E. David	IDENTIFICATION NO. OF ABOVE PER	 DUP (a)		Page 12 of 32
(1) (2) (3)	NO. 75  NAM S.S SCO CHE	9351505  E OF REPORT OR I.R.S. tt E. David CK THE APPR  USE ONLY	IDENTIFICATION NO. OF ABOVE PER	 DUP (a)		Page 12 of 32
(1) (2) (3) (4)	NO. 75  NAM S.S SCO CHE SEC CIT	9351505  E OF REPORT OR I.R.S.  tt E. David CK THE APPR  USE ONLY IZENSHIP OR	IDENTIFICATION NO. OF ABOVE PERSON  OPRIATE BOX IF A MEMBER OF A GRO  PLACE OF ORGANIZATION	 DUP (a)		Page 12 of 32
(1) (2) (3) (4)	NO. 75  NAM S.S SCO CHE SEC CIT	9351505  E OF REPORT OR I.R.S.  tt E. David CK THE APPR  USE ONLY IZENSHIP OR	IDENTIFICATION NO. OF ABOVE PERSON  OPRIATE BOX IF A MEMBER OF A GRO  PLACE OF ORGANIZATION United States  SOLE VOTING POWER	(a) (b)	[X]	
(1) (2) (3) (4)  NUMBER SHARES	NO. 75  NAM S.S SCO CHE  SEC CIT	9351505  E OF REPORT OR I.R.S. tt E. David CK THE APPR  USE ONLY IZENSHIP OR  (5)  (6)	IDENTIFICATION NO. OF ABOVE PERSON  OPRIATE BOX IF A MEMBER OF A GRO  PLACE OF ORGANIZATION United States  SOLE VOTING POWER 0	(a) (b)	[X]	
(1) (1) (2) (3) (4) NUMBER SHARES BENEFIC	NO. 75  NAM S.S SCO CHE  SEC CIT  OF	9351505  E OF REPORT OR I.R.S. tt E. David CK THE APPR  USE ONLY IZENSHIP OR  (5) (6)	IDENTIFICATION NO. OF ABOVE PERSON  OPRIATE BOX IF A MEMBER OF A GRO  PLACE OF ORGANIZATION  United States  SOLE VOTING POWER  0  SHARED VOTING POWER	(a) (b)	[X]	

PERSON	WITH	(8)	SHARE	ED DISPOSI 0	TIVE POWER	₹						
	(9)		TE AMOUNT REPORTING		LLY OWNED							
	(10)		OX IF THE (9) EXCLUI								]	
	(11)		OF CLASS NT IN ROW									
	(12)	TYPE OF	REPORTING	PERSON IN								_
Schedu:		/A 9351505							Page	13	of	32
(1)	S.S				NO. OF ABO	OVE PERSOI	N					
(2)	CHE	CK THE A	PPROPRIATE	BOX IF A	MEMBER OF	' A GROUP						
								[ ] [X]				
(3)	SEC	USE ONL	Y									
(4)	CIT	IZENSHIP	OR PLACE Unite	OF ORGANI	ZATION							
NUMBER SHARES		(5)	SOLE	VOTING PC	WER							
BENEFI	CIALLY	(6)	SHARE	ED VOTING 0								
OWNED 1	BY											
EACH REPORT			SOLE	DISPOSITI 0 	VE POWER							
PERSON	WITH	(8)	SHARE	ED DISPOSI 0	TIVE POWEF							
	(9)		TE AMOUNT REPORTING		LLY OWNED							
	(10)		 OX IF THE (9) EXCLUD							۱	1	

(		PERCENT OF BY AMOUNT			SENTED						
(	12)	TYPE OF RE	PORTING	PERS	SON IN						
Schedule CUSIP No										Page	14 of 32
(1)	S.S.	OF REPORT OR I.R.S. othy I. Lev	IDENTI		CION NO.	OF ABOV	E PERSOI	N			
(2)	CHEC	CK THE APPR	ROPRIATE	BOX	IF A ME	MBER OF	A GROUP				
									[X] 		
(3)	SEC	USE ONLY									
(4)	CITI	ZENSHIP OR				ION United S	states				
NUMBER O	F	(5)	SOLE	MITOV	IG POWER 0						
		(6)	SHARE		CING POW	ER					
EACH		(7)	SOLE	DISPO	OSITIVE :	POWER					
REPORTIN PERSON W		(8)	SHARE	D DIS	SPOSITIV	E POWER					
(		AGGREGATE BY EACH RE				OWNED					
(	10)	CHECK BOX IN ROW (9)									[ ]
(		PERCENT OF BY AMOUNT			SENTED						
(	12)	TYPE OF RE	PORTING	PERS	SON IN						

Schedule CUSIP No									Page	15	of 32
(1)	S.S	E OF REPORTI OR I.R.S. ert J. Brivi	IDENTIF		NO. OF A	BOVE PE	RSON				
(2)	CHE	CK THE APPRO	PRIATE 1	BOX IF A	MEMBER (	OF A GR	OUP				
								[ ] [X]			
(3)	SEC	USE ONLY									
(4)	CIT:	IZENSHIP OR	PLACE OF		ZATION						
NUMBER O	F	(5)	SOLE V	OTING PON	WER						
		(6)	SHARED	VOTING 1	POWER						
EACH		(7)	SOLE D	ISPOSITI 0	VE POWER						
REPORTING PERSON W		(8)	SHARED	DISPOSI	TIVE POWE	ER					
(	9)	AGGREGATE A BY EACH REF			LLY OWNEI	)					
(	10)	CHECK BOX I								[	]
(	11)	PERCENT OF BY AMOUNT I			ED						
(	12)	TYPE OF REF	ORTING	PERSON IN							
Schedule CUSIP No									Page	16	of 32

(1)

NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Eric P. Epstein CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION United States NUMBER OF (5) SOLE VOTING POWER \_\_\_\_\_ SHARES BENEFICIALLY (6) SHARED VOTING POWER OWNED BY EACH (7) SOLE DISPOSITIVE POWER 0 REPORTING -----\_\_\_\_\_ PERSON WITH (8) SHARED DISPOSITIVE POWER 0 \_\_\_\_\_\_ (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.0% (12) TYPE OF REPORTING PERSON Schedule 13G/A CUSIP No. 759351505 Page 17 of 32 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Anthony A. Yoseloff (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(3) SEC USE ONLY

14

(a) [ ] (b) [X]

(4) C3	ITIZEN		PLACE C United		ZATION		 	 		
NUMBER OF		(5)	SOLE V	OTING PC	WER					
SHARES BENEFICIALI		(6)		VOTING 0	POWER		 	 	. — — —	
OWNED BY	-						 	 		
EACH REPORTING		(7)	SOLE D	ISPOSITI 0	VE POWE	R				
PERSON WITH		(8)	SHARED	DISPOSI 0	TIVE PO	WER				
(9)			AMOUNT B	ENEFICIA PERSON 0	TLY OWN	ED	 	 		
(10)				GGREGATE S CERTAI			 	 		]
(11)			IN ROW (	EPRESENT 9) 0.0%			 	 		
(12)	) TYPI	E OF REI	PORTING	PERSON IN			 	 		
Schedule 13		505						Page	18	of 32
	.S. OR		IDENTIF	ON ICATION	NO. OF	ABOVE I		 		
(2) CF	HECK TI	HE APPRO	OPRIATE	BOX IF A	MEMBER	OF A (		 		
							 (a) (b)			
(3) SE										
(4) C1			PLACE O	F ORGANI	ZATION			 		
NUMBER OF			SOLE V	OTING PC			 	 		

BENEFI(	CIALLY	(6)	SHARED VOTING POWER		
OWNED I	BY		0		
EACH		(7)	SOLE DISPOSITIVE POWER		
REPORT	ING				
PERSON	WITH	(8)	SHARED DISPOSITIVE POWER 0		
			AMOUNT BENEFICIALLY OWNED PORTING PERSON		
	(10)		IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES		[ ]
			CLASS REPRESENTED IN ROW (9) 0.0%		
	(12)	TYPE OF RE	PORTING PERSON IN		
	No. 75 NAMI	9351505  E OF REPORT	IDENTIFICATION NO. OF ABOVE PE		Page 19 of 32
CUSIP I	No. 75  NAMI S.S  Cone	9351505 E OF REPORT OR I.R.S. or Bastable	IDENTIFICATION NO. OF ABOVE PE		Page 19 of 32
(1)	No. 75  NAMI S.S  Cone	9351505 E OF REPORT OR I.R.S. or Bastable	IDENTIFICATION NO. OF ABOVE PE		1
(1) (2)	NO. 75  NAMI S.S  CON  CHE	9351505 E OF REPORT OR I.R.S. or Bastable	IDENTIFICATION NO. OF ABOVE PE	OUP (a) [	1
(1) (2) (3)	NO. 75  NAMI S.S CON CHE	9351505  E OF REPORT OR I.R.S. OR Bastable CK THE APPR USE ONLY	IDENTIFICATION NO. OF ABOVE PE	OUP (a) [	1
(1) (2) (3) (4) NUMBER	NO. 75  NAMI S.S CON CHEC	9351505  E OF REPORT OR I.R.S. OR Bastable CK THE APPR  USE ONLY IZENSHIP OR	IDENTIFICATION NO. OF ABOVE PER SECONDARY OF A GROWN OF	(a) [ (b) [x	]
(1) (2) (3) (4)  NUMBER SHARES	NO. 75  NAMI S.S CON CHEC	9351505  E OF REPORT OR I.R.S. OR Bastable CK THE APPR  USE ONLY IZENSHIP OR  (5)	IDENTIFICATION NO. OF ABOVE PER SECOND STATE BOX IF A MEMBER OF A GROWN AS A PLACE OF ORGANIZATION United States  SOLE VOTING POWER  0	(a) [ (b) [x	1
(1)  (1)  (2)  (3)  (4)  NUMBER  SHARES  BENEFIC	NO. 75  NAMI S.S CON CHEC	9351505  E OF REPORT OR I.R.S. OR Bastable CK THE APPR  USE ONLY  IZENSHIP OR  (5)  (6)	IDENTIFICATION NO. OF ABOVE PER SECONDARY OF A GROWN OF	(a) [ (b) [)	]
(1) (2) (3) (4)  NUMBER SHARES	NO. 75  NAM! S.S CONC CHEC	9351505  E OF REPORT OR I.R.S. OR Bastable CK THE APPR  USE ONLY  IZENSHIP OR  (5)  (6)	IDENTIFICATION NO. OF ABOVE PER SECONDARY OF A GROWN OF	(a) [ (b) [)	]
CUSIP 1  (1)  (2)  (3)  (4)  NUMBER  SHARES  BENEFIC  OWNED 1	NO. 75  NAM! S.S CONC CHEC	9351505  E OF REPORT OR I.R.S. OR Bastable CK THE APPR  USE ONLY  IZENSHIP OR  (5)  (6)  (7)	IDENTIFICATION NO. OF ABOVE PER STATE BOX IF A MEMBER OF A GROWN OF A MEMBER OF A GROWN	(a) [ (b) [)	]

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED
BY EACH REPORTING PERSON

(10) CHECK BOX IF THE AGGREGATE AMOUNT
IN ROW (9) EXCLUDES CERTAIN SHARES

[]

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)

0.0%

(12) TYPE OF REPORTING PERSON

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ITEM 1(a). NAME OF ISSUER:

Reinsurance Group of America, Incorporated. (the "Company")

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

1370 Timberlake Manor Parkway Chesterfield, Missouri 63017

ITEM 2(a). NAME OF PERSON FILING:

This Statement is filed by each of the entities and persons listed below, all of whom together are referred to herein as the "Reporting Persons":

- (i) Davidson Kempner Partners, a New York limited partnership ("DKP");
- (ii) Davidson Kempner Institutional Partners, L.P., a
  Delaware limited partnership ("DKIP");
- (iv) Davidson Kempner International, Ltd., a British Virgin Islands corporation ("DKIL");
- (v) MHD Management Co., a New York limited partnership and the general partner of DKP ("MHD");
- (vii) Davidson Kempner International Advisors, L.L.C., a
   Delaware limited liability company and the manager of
   DKIL ("DKIA"); and

#### ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE:

The address of the principal business office of each of the Reporting Persons is c/o Davidson Kempner Partners, 65 East 55th Street, 19th Floor, New York, New York 10022.

#### ITEM 2(c). CITIZENSHIP:

(i) DKP - a New York limited partnership

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- (ii) DKIP a Delaware limited partnership
- (iii) CO a New York limited partnership
- (iv) DKIL a British Virgin Islands corporation
- (v) MHD a New York limited partnership
- (vi) DKAI a New York corporation
- (vii) DKIA a Delaware limited liability company
- (viii) Thomas L. Kempner, Jr. United States
- (ix) Marvin H. Davidson United States
- (x) Stephen M. Dowicz United States
- (xi) Scott E. Davidson United States
- (xii) Michael J. Leffell United States
- (xiii) Timothy I. Levart United Kingdom & United States
- (xiv) Robert J. Brivio, Jr. United States
- (xv) Eric P. Epstein United States
- (xvi) Anthony A. Yoseloff United States
- (xvii) Avram Z. Friedman United States
- (xviii) Conor Bastable United States

ITEM 2(d). TITLE OF CLASS OF SECURITIES: CLASS B COMMON STOCK, \$0.01 PAR VALUE PER SHARE ITEM 2(e). CUSIP NUMBER: 759351505 ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO 13d-1(b) OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A: (a) [ ] Broker or dealer registered under Section 15 of the Act; (b) [ ] Bank as defined in Section 3(a)(6) of the Act; (c) [ ] Insurance Company as defined in Section 3(a)(19) of the Act; Schedule 13G/A CUSIP No. 759351505 Page 22 of 32 (d) [ ] Investment Company registered under Section 8 of the Investment Company Act of 1940; (e) [ ] Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940: see Rule 13d-1(b)(1)(ii)(E); (f) [ ] Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Rule 13d-1(b)(1)(ii)(F); (q) [ ] Parent Holding Company, in accordance with Rule 13d-1(b)(ii)(G); (h) [ ] Savings Associations as defined in Section 3(b) of the Federal Deposit Insurance Act; (i) [ ] Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940; (j) [ ] Group, in accordance with Rule 13d-1(b)(1)(ii)(J). ITEM 4. OWNERSHIP. A. DKP (a) Amount beneficially owned: 0 (b) Percent of class: 0.0%

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 B. DKIP (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (i) (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 Schedule 13G/A CUSIP No. 759351505 Page 23 of 32 (iv) shared power to dispose or to direct the disposition: 0 C. CO (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 D. DKIL (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0

## G. MHD (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 Schedule 13G/A CUSIP No. 759351505 Page 24 of 32 H. DKAI (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 I. DKIA (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 J. Thomas L. Kempner, Jr. (a) Amount beneficially owned: 0

(b) Percent of class: 0.0%

(c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (i) (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 K. Marvin H. Davidson (a) Amount beneficially owned: 0 Schedule 13G/A CUSIP No. 759351505 Page 25 of 32 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (i) (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 L. Stephen M. Dowicz (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 M. Scott E. Davidson (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (i) (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0

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(iv) shared power to dispose or to direct the disposition: 0
     N. Michael J. Leffell
         (a) Amount beneficially owned: 0
         (b) Percent of class: 0.0%
         (c) Number of shares as to which such person has:
Schedule 13G/A
CUSIP No. 759351505
                                                                   Page 26 of 32
                 sole power to vote or to direct the vote: 0
             (i)
             (ii) shared power to vote or to direct the vote: 0
             (iii) sole power to dispose or to direct the disposition: 0
             (iv) shared power to dispose or to direct the disposition: 0
     O. Timothy I. Levart
         (a) Amount beneficially owned: 0
         (b) Percent of class: 0.0%
         (c) Number of shares as to which such person has:
             (i) sole power to vote or to direct the vote: 0
             (ii) shared power to vote or to direct the vote: 0
             (iii) sole power to dispose or to direct the disposition: 0
             (iv) shared power to dispose or to direct the disposition: 0
     P. Robert J. Brivio, Jr.
         (a) Amount beneficially owned: 0
         (b) Percent of class: 0.0%
         (c) Number of shares as to which such person has:
             (i) sole power to vote or to direct the vote: 0
             (ii) shared power to vote or to direct the vote: 0
             (iii) sole power to dispose or to direct the disposition: 0
             (iv) shared power to dispose or to direct the disposition: 0
     Q. Eric P. Epstein
         (a) Amount beneficially owned: 0
         (b) Percent of class: 0.0%
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(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 Schedule 13G/A CUSIP No. 759351505 Page 27 of 32 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 R. Anthony A. Yoseloff (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 S. Avram Z. Friedman (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: sole power to vote or to direct the vote: 0 (i) (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 T. Conor Bastable (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0

- (iii) sole power to dispose or to direct the disposition: 0
- (iv) shared power to dispose or to direct the disposition: 0

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ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Not applicable.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

See Item 4.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

Not applicable.

ITEM 10. CERTIFICATION. (if filing pursuant to Rule 13d-1(c))

Each of the Reporting Persons hereby makes the following certification:

By signing below we certify that, to the best of our knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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### SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

DATED: February 17, 2009

DAVIDSON KEMPNER PARTNERS By: MHD Management Co., its General Partner

Schedule 13G/A CUSIP No. 759351505

/s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Managing Partner DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, L.P. By: Davidson Kempner Advisers Inc., its General Partner /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: President M.H. DAVIDSON & CO. /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Managing Partner DAVIDSON KEMPNER INTERNATIONAL, By: Davidson Kempner International Advisors, L.L.C., its Investment Manager /s/ Thomas L. Kempner, Jr. \_\_\_\_\_\_ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member MHD MANAGEMENT CO. /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Managing Partner DAVIDSON KEMPNER ADVISERS INC. /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: President Page 30 of 32 DAVIDSON KEMPNER INTERNATIONAL ADVISORS, L.L.C. /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr.

Title: Executive Managing Member

/s/ Thomas L. Kempner, Jr. Thomas L. Kempner, Jr. /s/ Marvin H. Davidson Marvin H. Davidson /s/ Stephen M. Dowicz Stephen M. Dowicz /s/ Scott E. Davidson \_\_\_\_\_\_ Scott E. Davidson /s/ Michael J. Leffell Michael J. Leffell /s/ Timothy I. Levart Timothy I. Levart /s/ Robert J. Brivio, Jr. \_\_\_\_\_\_ Robert J. Brivio, Jr. /s/ Eric P. Epstein \_\_\_\_\_ Eric P. Epstein /s/ Anthony A. Yoseloff \_\_\_\_\_ Anthony A. Yoseloff /s/ Avram Z. Friedman \_\_\_\_\_ Avram Z. Friedman /s/ Conor Bastable Conor Bastable

Schedule 13G/A CUSIP No. 759351505

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### EXHIBIT 1

JOINT ACQUISITION STATEMENT

PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G/A is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G/A, shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be

responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

DATED: February 17, 2009

DAVIDSON KEMPNER PARTNERS By: MHD Management Co., its General Partner

/s/ Thomas L. Kempner, Jr.

\_\_\_\_\_

Name: Thomas L. Kempner, Jr.

Title: Managing Partner

DAVIDSON KEMPNER INSTITUTIONAL

PARTNERS, L.P.

By: Davidson Kempner Advisers Inc.,

its General Partner

/s/ Thomas L. Kempner, Jr.

\_\_\_\_\_

Name: Thomas L. Kempner, Jr.

Title: President

M.H. DAVIDSON & CO.

/s/ Thomas L. Kempner, Jr.

\_\_\_\_\_

Name: Thomas L. Kempner, Jr.

Title: Managing Partner

DAVIDSON KEMPNER INTERNATIONAL,

By: Davidson Kempner International Advisors,

L.L.C.,

its Investment Manager

/s/ Thomas L. Kempner, Jr.

\_\_\_\_\_\_

Name: Thomas L. Kempner, Jr.

Title: Executive Managing Member

MHD MANAGEMENT CO.

/s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.

Title: Managing Partner

Schedule 13G/A CUSIP No. 759351505

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DAVIDSON KEMPNER ADVISERS INC.

/s/ Thomas L. Kempner, Jr.

\_\_\_\_\_

Name: Thomas L. Kempner, Jr.

Title: President

/s/ Thomas L. Kempner, Jr
Title: Executive Managing Member  /s/ Thomas L. Kempner, Jr.  /s/ Marvin H. Davidson  Marvin H. Davidson  /s/ Stephen M. Dowicz  Stephen M. Dowicz  /s/ Scott E. Davidson  /s/ Michael J. Leffell  Michael J. Leffell  /s/ Timothy I. Levart
Thomas L. Kempner, Jr.  /s/ Marvin H. Davidson  Marvin H. Davidson  /s/ Stephen M. Dowicz  Stephen M. Dowicz  /s/ Scott E. Davidson  Scott E. Davidson  /s/ Michael J. Leffell  Michael J. Leffell  /s/ Timothy I. Levart  Timothy I. Levart  /s/ Robert J. Brivio, Jr.  Robert J. Brivio, Jr.  /s/ Eric P. Epstein  Eric P. Epstein  /s/ Anthony A. Yoseloff  Anthony A. Yoseloff  /s/ Avram Z. Friedman
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Marvin H. Davidson  /s/ Stephen M. Dowicz  Stephen M. Dowicz  /s/ Scott E. Davidson  Scott E. Davidson  /s/ Michael J. Leffell  Michael J. Leffell  /s/ Timothy I. Levart  Timothy I. Levart  /s/ Robert J. Brivio, Jr.  Robert J. Brivio, Jr.  /s/ Eric P. Epstein  Eric P. Epstein  /s/ Anthony A. Yoseloff  Anthony A. Yoseloff  /s/ Avram Z. Friedman
/s/ Stephen M. Dowicz  /s/ Scott E. Davidson  Scott E. Davidson  /s/ Michael J. Leffell  Michael J. Leffell  /s/ Timothy I. Levart  Timothy I. Levart  /s/ Robert J. Brivio, Jr.  Robert J. Brivio, Jr.  /s/ Eric P. Epstein  Eric P. Epstein  /s/ Anthony A. Yoseloff  Anthony A. Yoseloff  /s/ Avram Z. Friedman
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/s/ Scott E. Davidson  Scott E. Davidson  /s/ Michael J. Leffell  Michael J. Leffell  /s/ Timothy I. Levart  Timothy I. Levart  /s/ Robert J. Brivio, Jr.  Robert J. Brivio, Jr.  /s/ Eric P. Epstein  Eric P. Epstein  /s/ Anthony A. Yoseloff  Anthony A. Yoseloff  /s/ Avram Z. Friedman
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/s/ Eric P. Epstein Eric P. Epstein /s/ Anthony A. Yoseloff Anthony A. Yoseloff /s/ Avram Z. Friedman
Eric P. Epstein  /s/ Anthony A. Yoseloff
/s/ Anthony A. Yoseloff
Anthony A. Yoseloff  /s/ Avram Z. Friedman
Anthony A. Yoseloff  /s/ Avram Z. Friedman
Avram Z. Friedman
/s/ Conor Bastable
Conor Bastable