UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 10-K/A AMENDMENT NO. 1

X Annual report pursuant to Section 13 or 15(d) of the Securities Exchange - ---- Act of 1934 for the fiscal year ended December 31, 1997 Transition report pursuant to Section 13 or 15(d) of the Securities - ---- Exchange Act of 1934 Commission file number 1-11848 REINSURANCE GROUP OF AMERICA, INCORPORATED (Exact name of registrant as specified in its charter)

MISSOURI (State or other jurisdiction of incorporation or organization) 43-1627032 (I.R.S. Employer Identification No.)

660 MASON RIDGE CENTER DRIVE, ST. LOUIS, MISSOURI63141(Address of principal executive offices)(Zip Code)

Registrant's telephone number, including area code: (314) 453-7300

SECURITIES REGISTERED PURSUANT TO SECTION 12(b) OF THE ACT:

Title of each class	Name of each exchange on which registered

Common Stock, par value \$0.01 Preferred Stock Purchase Rights New York Stock Exchange New York Stock Exchange

SECURITIES REGISTERED PURSUANT TO SECTION 12(g) OF THE ACT: None

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes X No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. [X]

The aggregate market value of the voting stock held by non-affiliates of the registrant, based upon the closing sale price of the Common Stock on March 1, 1998, as reported on the New York Stock Exchange was approximately \$460,325,743.

As of March 1, 1998, Registrant had outstanding 25,225,480 shares of Common Stock.

DOCUMENTS INCORPORATED BY REFERENCE

Certain portions of the Annual Report to Shareholders for the year ended December 31,1997 ("the Annual Report") are incorporated by reference in Part I of this Form 10-K. Certain portions of the Definitive Proxy Statement in connection with the 1998 Annual Meeting of Shareholders ("the Proxy Statement") which will be filed with the Securities and Exchange Commission not later than 120 days after the Registrant's fiscal year ended December 31, 1997, are incorporated by reference in Part III of this Form 10-K. Item 14. EXHIBITS, FINANCIAL STATEMENT SCHEDULES, AND REPORTS ON FORM 8-K

3. Exhibits

See the Index to Exhibits on page 3.

INDEX TO EXHIBITS

Source (See footnotes that follow)

Exhibit Number	Description
2.1	Reinsurance Agreement dated as of December 31, 1992 between General American Life Insurance Company ("General American") and General American Life Reinsurance Company of Canada ("RGA Canada")
2.2	Retrocession Agreement dated as of July 1, 1990 between General American and The National Reinsurance Company of Canada, as amended between RGA Canada and General American on December 31, 1992
2.3	Reinsurance Agreement dated as of January 1, 1993 between RGA Reinsurance Company ("RGA Reinsurance", formerly "Saint Louis Reinsurance Company") and General American
3.1	Restated Articles of Incorporation of Reinsurance Group of America, Incorporated ("RGA")
3.2	Bylaws of RGA
3.3	Certificate of Designations for Series A Junior Participating Preferred Stock (included as Exhibit A to Exhibit 4.2)
4.1	Form of Specimen Certificate for Common Stock of RGA
4.2	Rights Agreement dated as of May 4, 1993, between RGA and Chase Mellon Shareholder Services, L.L.C., as Rights Agent
10.1	Marketing Agreement dated as of January 1, 1993 between RGA Reinsurance and General American
10.2	Tax Allocation Agreement dated October 30, 1992 between RGA Reinsurance and General American
10.3	Tax Allocation Agreement dated as of January 15, 1993 among RGA, RGA Reinsurance, and General American
10.4	Tax Sharing Agreement dated as of January 15, 1993 among RGA, RGA Reinsurance, and General American
10.5	Administrative Services Agreement dated as of January 1, 1993 between RGA and General American
10.6	Administrative Services Agreement dated as of January 1, 1993 between RGA Reinsurance and General American

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Source (See footnotes that follow)

Exhibit Number Description - - - - - - - - - - -Management Agreement dated as of January 1, 1993 10.7 between RGA Canada and General American 10.8 Investment Advisory Agreement dated as of January 1, 1993 between RGA and Conning Asset Management Company, formerly General American Investment Management Company ("CAM") 10.9 Investment Advisory Agreement dated as of January 1, 1993 between RGA Reinsurance and CAM Lease Agreement dated as of May 17, 1993 between 10.10 RGA and General American and Assignment to RGA Reinsurance 10.11 Standard Form of General American Automatic Agreement 10.12 Standard Form of General American Facultative Agreement Standard Form of General American Automatic and 10.13 Facultative YRT Agreement Shareholders' Agreement dated as of November 24, 1992 10.14 among General American, Fairfield Holding, Adrian N. Baker II, Richard H. Chomeau, and Anthony J. Sutcliffe, as amended with RGA and **RGA Reinsurance** 10.15 Shareholders' Agreement dated as of March 20, 1992 among General American, RGA International, Ltd., formerly G.A. Canadian Holdings, Ltd., Penta-Life Group Inc., Claude M. Genest, Brendan Galligan, Graham Watson, Societe FSA 50 Inc., Aenigma Holdings Limited, Andre St-Amour, and Andre Primeau, as amended with RGA Registration Rights Agreement dated as of April 15, 1993 10.16 between RGA and General American 10.17 RGA Reinsurance Management Incentive Plan as amended and restated effective November 1, 1996

- RGA Reinsurance Management Deferred 10.18 Compensation Plan (ended January 1, 1995)
- RGA Reinsurance Executive Deferred 10.19 Compensation Plan (ended January 1, 1995)

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Source Fxhibit (See footnotes Number Description that follow) _ _ _ _ _ _ _ _ _ _ _ _ _ _ _ _ _ _ _ _ _ _ _ 10.20 RGA Reinsurance Executive Supplemental Retirement Plan (ended January 1, 1995) 10.21 RGA Reinsurance Augmented Benefit Plan (ended January 1, 1995) 10.22 RGA Flexible Stock Plan as amended and restated effective November 1, 1996 10.23 Form of Directors' Indemnification Agreement RGA Executive Performance Share Plan as amended 10.24 and restated effective November 1, 1996 RGA Flexible Stock Plan for Directors 10.25 Employment Agreement dated April 6, 1992 between RGA 10.26 Canada and Andre St-Amour Portions of Annual Report to Shareholders for 1997 13.1Incorporated by Reference in the Form 10-K 21.1 Subsidiaries of RGA Consent of KPMG Peat Marwick LLP 23.1 24.1 Powers of Attorney for Messrs. Eason, Edison, Peck Greenbaum, Rubenstein, Stiritz, and Trusheim 27.1 Restated Financial Data Schedule for the year ending December 31, 1997 - -Restated Financial Data Schedule for the year 27.2 ending December 31, 1996 27.3 Restated Financial Data Schedule for the year ending December 31, 1995 - -Restated Financial Data Schedule for the nine months ending 27.4 September 30, 1997 _ _ 27.5 Restated Financial Data Schedule for the six months ending June 30, 1997 - -Restated Financial Data Schedule for the three months ending 27.6 March 31, 1997 - -Restated Financial Data Schedule for the nine months ending 27.7 September 30, 1996 27.8 Restated Financial Data Schedule for the six months ending June 30, 1996 - -

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- Restated Financial Data Schedule for the three months ending March 31, 1996
- Documents incorporated by reference to Registration Statement on Form S-1 (No. 33-58960) filed on 2 March 1993 at the corresponding exhibit.
- Documents incorporated by reference to Amendment No. 1 to Registration Statement on Form S-1 (No. 33-58960), filed on 14 April 1993 at the corresponding exhibit.
- Documents incorporated by reference to Amendment No. 2 to Registration Statement on Form S-1 (No. 33-58960), filed on 29 April 1993 at the corresponding exhibit.
- Documents incorporated by reference to Form 10-K for fiscal year ended December 31, 1993 filed 29 March 1994 at the corresponding exhibit.
- Documents incorporated by reference to Amendment No. 1 to Form 10-Q for the quarter ended March 31, 1997 (No. 1-11848) filed on 21 May 1997 at the corresponding exhibit.
- Documents incorporated by reference to Form 10-K for the year ended December 31, 1996 (No. 1-11848) filed on 24 March 1997 at the corresponding exhibit.
- Documents incorporated by reference to Registration Statement on Form S-8 (No. 333-27167) filed on 15 May 1997 at the corresponding exhibit.
- Represents a management contract or compensatory plan or arrangement required to be filed as an exhibit to this form pursuant to Item 14c of this Part IV.

Previously filed.

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27.9

Pursuant to the requirements of Section 13 or 15 (d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Reinsurance Group of America, Incorporated

By: /s/ Jack B. Lay 4/8/98

Jack B. Lay Executive Vice President & Chief Financial Officer (Principal Financial and Accounting Officer)

1,000 U.S. DOLLAR

> 12-MOS DEC-31-1997 JAN-01-1997 DEC-31-1997 1 2,528,290 0 0 11,757 165,452 0 3,634,001 37,395 316,156 289,842 4,673,550 3,213,811 0 344,848 0 106,830 0 0 261 499,060 4,673,550 835,460 188,333 334 47,388 658,062 76,989 99,493 84,071 28,750 55,321 0 0 0 54,619 2.15 2.13 0 0 0 0 0 0 0

1,000 U.S. DOLLAR

> 12-MOS DEC-31-1996 JAN-01-1996 DEC-31-1996 1 1,517,264 0 0 5,997 98,262 0 2,272,048 13,145 59,618 233,565 2,893,654 1,862,284 0 206,284 0 106,493 0 0 174 425,384 2,893,654 674,885 136,828 930 17,386 560,445 51,987 84,522 87,061 31,687 55,374 0 0 0 55,072 2.18 2.17 0 0 0 0 0 0 0

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> 12-MOS DEC-31-1995 JAN-01-1995 DEC-31-1995 1 872,804 0 0 3,112 14,653 0 1,405,513 18,258 64,076 186,813 1,989,934 1,200,609 0 207,673 0 0 0 0 174 376,755 1,989,934 569,990 90,117 31 7,994 463,867 41,333 56,739 74,619 27,148 47,471 0 0 0 47,291 1.87 1.87 0 0 0 0 0 0 0

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> 9-M0S DEC-31-1997 JAN-01-1997 SEP-30-1997 1 2,166,331 0 0 11,757 151,501 0 2,991,829 18,429 52,292 275,412 3,756,412 2,530,824 0 252,014 0 107,715 0 0 261 470,973 3,756,412 604,850 134,376 566 13,929 528,403 45,808 88,900 49,231 16,553 32,678 0 0 0 32,295 1.27 1.26 0 0 0 0 0 0 0

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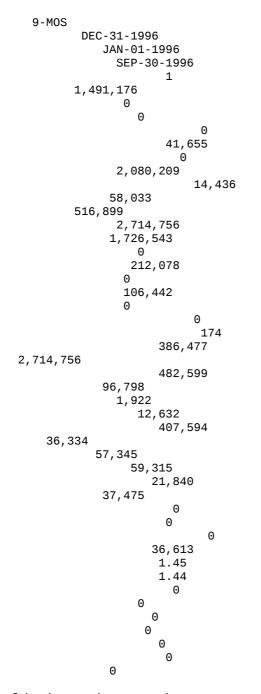
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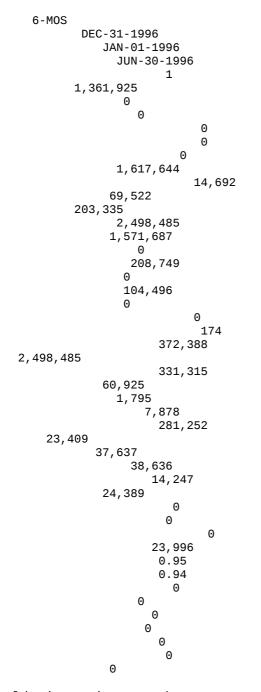
> 3-MOS DEC-31-1997 JAN-01-1997 MAR-31-1997 1 1,708,304 0 0 6,992 99,359 0 2,471,165 11,666 71,798 245,438 3,148,016 2,064,324 0 249,841 0 106,377 0 0 174 407,538 3,148,016 205,372 41,849 387 4,155 195,882 14,370 26,097 2,947 (1) 2,948 0 0 0 2,828 0.11 0.11 0 0 0 0 0 0 0

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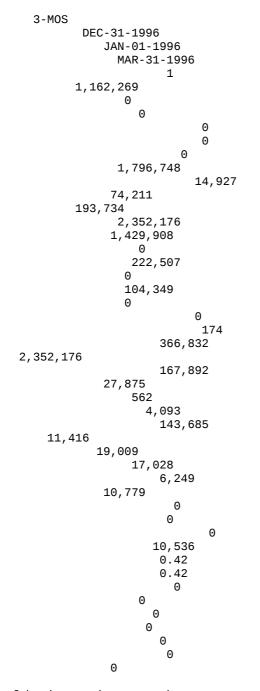
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1,000 U.S. DOLLAR



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Item consists of basic earnings per share Item adjusted for three-for-two stock split on August 29, 1997