

RISK COMMITTEE CHARTER

REINSURANCE GROUP OF AMERICA, INCORPORATED

I. Role of the Committee

The Risk Committee (the “Committee”) of Reinsurance Group of America, Incorporated (“Company”) was established by the Board of Directors (“Board”) to assist the Board with its oversight responsibilities by promoting best practices with regard to risk management. The Risk Committee will review and oversee management’s enterprise risk management programs and policies, and monitor risks relating to the Company’s business, operations, compliance, reputation and ethics.

II. Qualifications and Appointment of Committee Members

The Nominating and Governance Committee will review and evaluate the qualifications of directors to serve as members of the Committee. Upon the recommendation of the Nominating and Governance Committee, the Board will appoint Committee members and a Chair of the Committee. Committee members serve at the pleasure of the Board and for such term(s) as the Board may determine.

The Committee shall have no fewer than three members, and may include the Chief Executive Officer. The Board shall appoint a Chairman of the Committee.

III. Committee Duties and Responsibilities

The Committee’s general duties and responsibilities include the areas and items listed below. This list is not exclusive and may be expanded at the discretion of the Committee.

A. Risk Management

Review with management and monitor the implementation of the Company’s enterprise risk management programs in the context of the Company’s overall business strategy, operations, global business and risk exposures, and industry, including (without limitation):

1. the Company’s risk appetites and tolerances to undesired outcomes and how these relate to strategic objectives and operational risk limits and controls;
2. underwriting and pricing of reinsurance and claims management, including new products or lines of business that are likely to impact the Company’s risk profile;
3. risks related to external financial market related events;
4. the Company’s insurance related risks, including retention of insured risk and catastrophe exposures;

5. operational risks, including business continuity and contingency plans and executive crisis management for the Company and its business operations;
6. strategic risks, including climate change and impacts on the Company's overall strategy and reputation; and
7. any other potential, emerging or ongoing risks or risk-related issues that may be considered on an ad hoc basis upon the recommendation of management, the Committee or the Board.

B. Enterprise Risk Management Function

The Company's chief risk officer is accountable to the Committee and shall make periodic reports to the Committee, including discussion of all significant reports to management prepared by risk management personnel. The chief risk officer will from time to time discuss with the Committee other risk and operational issues as well as matters affecting the enterprise risk management function.

IV. Authority

The Committee will have the resources and authority necessary to discharge its duties and responsibilities. The Committee has sole authority to retain and terminate experts or consultants, as it deems necessary to carry out its duties. The Committee may form and delegate authority to subcommittees and may delegate authority to one or more designated members of the Committee.

V. Meetings and Reports to the Board of Directors

The Committee will meet as frequently as it deems necessary or appropriate to carry out its duties and responsibilities. The Committee will be governed by the same rules regarding meetings, action without meetings, notice, waiver of notice, and quorum and voting requirements as are applicable to the Board. The committee is authorized and empowered to adopt its own rules of procedure consistent with (a) any provision hereof, (b) any provision of the Bylaws of the Company, or (c) the laws of the state of Missouri.

The Committee shall report its activities to the Board of Directors when and with such recommendations as deemed appropriate or required. The Committee may invite to its meetings any director, officer, advisor or such other persons as it deems appropriate to discharge its responsibilities.

VI. Annual Evaluation

The Committee shall participate in the annual evaluation process conducted by the Board. The Committee shall periodically review the adequacy of this charter and recommend to the Board any revisions the Committee deems necessary or desirable.

VII. Amendment

The Board shall have the sole authority to amend this charter.