Primerica, Inc. Form 4 January 05, 2016

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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response...

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * Yastine Barbara A.

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last) (First)

(Middle)

(Zip)

(Month/Day/Year)

3. Date of Earliest Transaction

Primerica, Inc. [PRI]

(Check all applicable)

1 PRIMERICA PARKWAY

(Month/Day/Year) 12/31/2015

X_ Director Officer (give title below)

10% Owner Other (specify

(Street)

(State)

4. If Amendment, Date Original Filed(Month/Day/Year)

Code V

A

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

DULUTH, GA 30099

(City)

Common

Stock

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

4. Securities Acquired (A) 5. Amount of Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

Amount

476.392

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Securities Beneficially Owned Following

7. Nature of Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4)

(A) (D)

Reported Price

(Instr. 4)

Transaction(s) (Instr. 3 and 4)

10,301.528 D

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

12/31/2015

Persons who respond to the collection of information contained in this form are not

47.23

SEC 1474 (9-02)

required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transact	5.	6. Date Exerc Expiration Da		7. Title an Amount o		
Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	of	Derivative Securities Acquired A) or Disposed of (D) Instr. 3,		Underlyin Securities (Instr. 3 ar	Security (Instr. 5)	Secur Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	or	mber	

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer Othe				
Yastine Barbara A.							
1 PRIMERICA PARKWAY	X						
DULUTH, GA 30099							

Signatures

/s/ Stacey K. Geer, attorney 01/05/2016 in fact

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Represents deferred stock units that were awarded in lieu of the quarterly cash retainer and committee fees in accordance with the election of the director under the Non-employee Directors' Deferred Compensation Plan. The deferred stock units are payable in common stock on a one-for-one basis after the director leaves the Board.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2