## Edgar Filing: Rand Alison S. - Form 4

Rand Alison Form 4	S.										
February 24,	2011										
	Л									PPROVAL	
FORM	<b>4</b> UNITED S	STATES S			ND EXC D.C. 205		IGE (	COMMISSION	OMB Number:	3235-0287	
if no long subject to Section 16 Form 4 or Form 5 obligation may conti	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940						January 31 Expires: 2005 Estimated average burden hours per response 0.5				
(Print or Type R	esponses)										
Rand Alison S. Sym				2. Issuer Name <b>and</b> Ticker or Trading Symbol Primerica, Inc. [PRI]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(M				3. Date of Earliest Transaction (Month/Day/Year) 02/22/2011				Director       10% Owner        X Officer (give title below)       0ther (specify below)         Executive VP and CFO			
				nendment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
DULUTH, C	GA 30099							Form filed by N Person	Aore than One Re	porting	
(City)	(State) (	Zip)	Table	e I - Non-E	Oerivative S	ecurit	ies Acc	quired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	Code	on(A) or Dia (D) (Instr. 3, 4	sposed	of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	02/22/2011			А	15,503 (1)	A	\$0	116,768 <u>(2)</u>	D		

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

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

## Edgar Filing: Rand Alison S. - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Rand Alison S. 3120 BRECKINRIDGE BLVD. DULUTH, GA 30099			Executive VP and CFO					
Signatures								
/s/ Stacey K. Geer, attorney in fact	02	2/24/2011						

\*\*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).
- (1) Represents a restricted stock award granted under the Issuer's 2010 Omnibus Incentive Plan. The restricted stock vests in three equal annual installments on each of the first, second and third anniversary of the date of grant.
- (2) Includes shares of unvested restricted stock granted under the Issuer's 2010 Omnibus Incentive Plan.

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.