

Rand Alison S.  
Form 4  
January 25, 2019

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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. Name and Address of Reporting Person \*  
Rand Alison S.

(Last) (First) (Middle)

1 PRIMERICA PARKWAY

(Street)

DULUTH, GA 30099

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Primerica, Inc. [PRI]

3. Date of Earliest Transaction (Month/Day/Year)  
06/16/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Executive VP and CFO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (D)  | Price   |
| Common Stock                    | 06/16/2014                           |  | P <sup>(1)</sup>               |   | 74.54   | A  | \$ 46.72  |
|                                 |                                      |  |                                |   |   |  | 43,419.54   |
| Common Stock                    | 09/16/2014                           |  | P <sup>(1)</sup>               |   | 71.14   | A  | \$ 49.0781  |
|                                 |                                      |  |                                |   |   |  | 40,990.68   |
| Common Stock                    | 12/16/2014                           |  | P                              |   | 64.99   | A  | \$ 53.857   |
|                                 |                                      |  |                                |   |   |  | 41,055.67   |
| Common Stock                    | 03/16/2015                           |  | P                              |   | 40.6  | A  | \$ 51.1613  |
|                                 |                                      |  |                                |   |   |  | 39,446.27   |
| Common Stock                    | 06/16/2015                           |  | P <sup>(1)</sup>               |   | 79.82   | A  | \$ 45.4816  |
|                                 |                                      |  |                                |   |   |  | 37,026.09   |

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|              |            |                  |       |   |             |           |   |
|--------------|------------|------------------|-------|---|-------------|-----------|---|
| Common Stock | 09/16/2015 | P                | 81.14 | A | \$ 44.8962  | 37,107.23 | D |
| Common Stock | 12/16/2015 | P                | 74.72 | A | \$ 48.9291  | 37,181.95 | D |
| Common Stock | 03/16/2016 | P <sup>(1)</sup> | 87.69 | A | \$ 44.4398  | 40,095.64 | D |
| Common Stock | 06/16/2016 | P <sup>(1)</sup> | 87.91 | A | \$ 57.3734  | 39,870.55 | D |
| Common Stock | 09/16/2016 | P <sup>(1)</sup> | 92.32 | A | \$ 54.6254  | 37,962.87 | D |
| Common Stock | 12/16/2016 | P <sup>(1)</sup> | 71.67 | A | \$ 70.6     | 36,428.54 | D |
| Common Stock | 03/17/2017 | P                | 65.78 | A | \$ 81.4024  | 40,277.32 | D |
| Common Stock | 06/15/2017 | P <sup>(1)</sup> | 87.69 | A | \$ 74.5874  | 38,365.01 | D |
| Common Stock | 09/15/2017 | P <sup>(1)</sup> | 70.98 | A | \$ 74.7     | 36,435.99 | D |
| Common Stock | 12/15/2017 | P <sup>(1)</sup> | 51.09 | A | \$ 104.0718 | 34,487.08 | D |
| Common Stock | 03/16/2018 | P <sup>(1)</sup> | 62.55 | A | \$ 102.25   | 28,025.63 | D |
| Common Stock | 06/15/2018 | P <sup>(1)</sup> | 52.26 | A | \$ 101.05   | 26,077.89 | D |
| Common Stock | 09/14/2018 | P                | 42.35 | A | \$ 125      | 24,120.24 | D |
| Common Stock | 12/14/2018 | P <sup>(1)</sup> | 29.4  | A | \$ 105.55   | 22,149.64 | D |

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

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

| 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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|---------------------------------------|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|---------------------------------------|

Disposed  
of (D)  
(Instr. 3,  
4, and 5)

Trans  
(Instr

| Code | V | (A) | (D) | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |
|------|---|-----|-----|---------------------|--------------------|-------|--|
|------|---|-----|-----|---------------------|--------------------|-------|--|

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |                      |       |
|---|---------------|-----------|----------------------|-------|
|   | Director      | 10% Owner | Officer              | Other |
| Rand Alison S.<br>1 PRIMERICA PARKWAY<br>DULUTH, GA 30099 |               |           | Executive VP and CFO |       |

## Signatures

/s/ Stacey K. Geer, attorney  
in fact

01/25/2019

\_\_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) The reporting person's purchase of the Company's common stock under a broker initiated dividend reinvestment program as reported herein was matchable under Section 16(b) of the Securities Exchange Act of 1934 with the reporting person's sale of the Company's common stock pursuant to 10b5-1 trading plans. As required by Section 16(b), the reporting person disgorged to the Company the full amount of the profit realized in connection with the short-swing transactions.

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