#### Edgar Filing: Ramsey David D - Form 4

| Ramsey Da<br>Form 4   |  |  |   |                                  |   |   |  |  |                          |  |
|---|--|--|---|----------------------------------|---|---|--|--|--------------------------|--|
| December  |  |  |   |                                  |   |   |  |  |                          |  |
| FOR   | UNITED   | STATES S   |   | RITIES A                         |   | PPROVAL<br>3235-0287                                  |  |  |                          |  |
| if no lo<br>subject<br>Section<br>Form 4<br>Form 5<br>obligat<br>may co | to<br>16.<br>or<br>Filed put<br>ions Section 17( | WNERSHIP OF<br>nge Act of 1934,<br>of 1935 or Section<br>940 | Expires:<br>Estimated<br>burden hou<br>response | urs per                          |   |   |  |  |                          |  |
| (Print or Type  | e Responses)                                     |  |   |                                  |   |   |  |  |                          |  |
| 1. Name and Address of Reporting Person <u>*</u><br>Ramsey David D      |  |  | ymbol   |                                  |   | r Trading<br>roup, Inc.                               | 5. Relationship of Reporting Person(s) to<br>Issuer<br>(Check all applicable)  |  |                          |  |
| (Last)<br>10801 N. I  | (First) (<br>MOPAC EXPY B                        | (1   |   | f Earliest T<br>Day/Year)<br>017 | ransactior  | I   | Director 10% Owner<br>X_ Officer (give title Other (specify<br>below)<br>NWLIC - SVP Chief Actuary   |  |                          |  |
| AUSTIN,   | (Street)<br>TX 78759                             |  |   | endment, D<br>nth/Day/Yea        | -   | al  | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>_X_ Form filed by One Reporting Person<br>Form filed by More than One Reporting<br>Person |  |                          |  |
| (City)  | (State)  | (Zip)  | Tabl  | e I - Non-l                      | Derivativ   | e Securities A  | cquired, Disposed  | of, or Beneficia   | lly Owned                |  |
| 1.Title of<br>Security<br>(Instr. 3)                                    | 2. Transaction Date<br>(Month/Day/Year)          | 2A. Deemed<br>Execution Da<br>any<br>(Month/Day/             | ate, if   | 3.<br>Transactio<br>Code         | 4. Securi<br>onAcquirec<br>Disposed<br>(Instr. 3, | ties<br>I (A) or<br>I of (D)<br>4 and 5)<br>(A)<br>or | 5. Amount of<br>Securities<br>Beneficially   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect |  |
| Reminder: Ro  | eport on a separate line                         | e for each class   | s of secu                                       | rities bene                      | ficially ov                                       | ned directly  | or indirectly.   |  |                          |  |
|   |  |  |   |                                  | infor<br>requi                                    | mation cont<br>red to resp                            | spond to the colle<br>tained in this form<br>ond unless the fo<br>ntly valid OMB co  | n are not<br>rm  | SEC 1474<br>(9-02)       |  |

number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5. Number  | 6. Date Exercisable and | 7. Title and Amount  |
|-------------|-------------|---------------------|--------------------|------------|------------|-------------------------|----------------------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transactio | onof       | Expiration Date         | Underlying Securitie |
| Security    | or Exercise |                     | any                | Code       | Derivative | (Month/Day/Year)        | (Instr. 3 and 4)     |

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| (Instr. 3)                      | Price of<br>Derivative<br>Security |            | (Month/Day/Year) | (Instr. | 8) | Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4,<br>and 5) |     |                       |                    |                            |                                    |
|---------------------------------|------------------------------------|------------|------------------|---------|----|---|-----|-----------------------|--------------------|----------------------------|------------------------------------|
|                                 |                                    |            |                  | Code    | V  | (A)   | (D) | Date Exercisable      | Expiration<br>Date | Title                      | Amou<br>or<br>Numb<br>of<br>Shares |
| Stock<br>Appreciation<br>Rights | \$ 334.34                          | 12/13/2017 |                  | А       |    | 247   |     | 12/13/2018 <u>(1)</u> | 12/13/2027         | Class A<br>Common<br>Stock | 247                                |
| Restricted<br>Stock Units       | <u>(2)</u>                         | 12/13/2017 |                  | А       |    | 62  |     | 12/13/2020(3)         | (2)                | Class A<br>Common<br>Stock | 62                                 |

# **Reporting Owners**

| Reporting Owner Name / Address                                   | Relationships |           |                           |       |  |  |  |  |  |
|--|---------------|-----------|---------------------------|-------|--|--|--|--|--|
|  | Director      | 10% Owner | Officer                   | Other |  |  |  |  |  |
| Ramsey David D<br>10801 N. MOPAC EXPY BLDG 3<br>AUSTIN, TX 78759 |               |           | NWLIC - SVP Chief Actuary |       |  |  |  |  |  |

## Signatures

David D. Ramsey \*\*Signature of Date

<u>\*\*</u>Signature of Reporting Person

ing Person

### **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 SARs are exercisable as they vest. The SARs vest in three equal annual installments beginning on the Date Exercisable.
- (2) Each restricted stock unit represents a contingent right to receive the cash value of one share of NWLI Class A common stock on the Date Exercisable.
- (3) The restricted stock units have a three year cliff vesting schedule that begins on the grant date. The restricted stock units will vest 100% on the third anniversary from the grant date.

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.