

RILEY RICK D
Form 4/A
January 05, 2011

FORM 4

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

OMB APPROVAL

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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 *
RILEY RICK D

2. Issuer Name and Ticker or Trading Symbol
CITIZENS INC [CIA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
400 EAST ANDERSON LANE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/04/2010

Director 10% Owner
 Officer (give title below) Other (specify below)
Vice Chairman, President

AUSTIN, TX 78752

(City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)
12/29/2010

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 | (A) or (D) | Price | |
| Citizens, Inc. Class A Common Stock ⁽¹⁾ | 01/04/2010 | | L | V | 302.4248 | A | \$ 6.58 484,942.9953 | D |
| Citizens, Inc. Class A Common Stock ⁽¹⁾ | 01/29/2010 | | L | V | 617.8906 | A | \$ 6.44 485,560.8859 | D |
| Citizens, Inc. Class | 02/26/2010 | | L | V | 589.0585 | A | \$ 6.76 486,149.9444 | D |

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| | | | | | | | | |
|---|------------|---|---|----------|---|------------|--------------|---|
| A Common Stock <u>(1)</u> Citizens, Inc. Class A | 04/01/2010 | L | V | 566.598 | A | \$ 7.03 | 486,716.5424 | D |
| Common Stock <u>(1)</u> Citizens, Inc. Class A | 05/07/2010 | L | V | 586.5368 | A | \$ 6.79 | 487,303.0792 | D |
| Common Stock <u>(1)</u> Citizens, Inc. Class A | 05/28/2010 | L | V | 589.0203 | A | \$ 6.76 | 487,892.0995 | D |
| Common Stock <u>(1)</u> Citizens, Inc. Class A | 07/06/2010 | L | V | 584.2346 | A | \$ 6.82 | 488,476.3341 | D |
| Common Stock <u>(1)</u> Citizens, Inc. Class A | 07/30/2010 | L | V | 580.4335 | A | \$ 6.86 | 489,056.7676 | D |
| Common Stock <u>(1)</u> Citizens, Inc. Class A | 09/03/2010 | L | V | 581.2335 | A | \$ 6.85 | 489,638.0011 | D |
| Common Stock <u>(1)</u> Citizens, Inc. Class A | 10/01/2010 | L | V | 571.0381 | A | \$ 6.97 | 490,209.0392 | D |
| Common Stock <u>(1)</u> Citizens, Inc. Class A | 10/29/2010 | L | V | 578.0796 | A | \$ 6.89 | 490,787.1188 | D |
| Common Stock <u>(1)</u> Citizens, Inc. Class A | 12/03/2010 | L | V | 557.358 | A | \$ 7.15 | 491,344.4768 | D |

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Common
Stock (1)

Citizens,
Inc. Class

A 12/22/2010 G 11,636 D \$ 7.59 479,708.4768 D

Common
Stock (2)

Citizens,
Inc. Class

A 3,048 I Joint with Spouse

Common
Stock

Citizens,
Inc. Class

A 12/22/2010 G 5,990 D \$ 7.59 28,195 I Trustee for Spouse

Common
Stock (2)

Citizens,
Inc. Class

A 325,692 I Trustee for Children

Common
Stock

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 Disposed of (D) (Instr. 3, 4, and 5) | 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. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | 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 |
| RILEY RICK D 400 EAST ANDERSON LANE AUSTIN, TX 78752 | X | | Vice Chairman, President | |

Signatures

/s/Rick D. Riley 01/05/2011

__Signature of Date
Reporting 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) These shares were purchased through the Citizens Stock Investment Plan as part of regular monthly payroll deduction.
- (2) Charitable Contribution

Remarks:

Correctly apportions charitable gift originally reported from direct account between direct account and appropriate indirect Tru

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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