

RILEY RAY A  
Form 5  
January 28, 2009

**FORM 5**

**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).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
RILEY RAY A

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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2008

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Exec. VP, Chief Mktg. Officer

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

6. Individual or Joint/Group Reporting (check applicable line)

AUSTIN, TX 78752

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

**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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Amount Price			
Citizens, Inc. Class A Common Stock <sup>(1)</sup>	02/05/2008	Â	L	83.2242 A \$ 5.98	309,285.2336	D	Â
Citizens, Inc. Class A Common Stock <sup>(1)</sup>	02/29/2008	Â	L	87.3343 A \$ 5.7	309,372.5679	D	Â

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Citizens, Inc. Class A Common Stock <u>(1)</u>	03/31/2008	Â	L	70.8014	A	\$ 7.03	309,443.3693	D	Â
Citizens, Inc. Class A Common Stock <u>(1)</u>	05/02/2008	Â	L	69.3376	A	\$ 7.18	309,512.7069	D	Â
Citizens, Inc. Class A Common Stock <u>(1)</u>	05/30/2008	Â	L	76.972	A	\$ 6.47	309,589.6789	D	Â
Citizens, Inc. Class A Common Stock <u>(1)</u>	07/07/2008	Â	L	81.3336	A	\$ 6.12	309,671.0125	D	Â
Citizens, Inc. Class A Common Stock <u>(1)</u>	08/01/2008	Â	L	66.9099	A	\$ 7.44	309,737.9224	D	Â
Citizens, Inc. Class A Common Stock <u>(1)</u>	08/29/2008	Â	L	68.6605	A	\$ 7.25	309,806.5829	D	Â
Citizens, Inc. Class A Common Stock <u>(1)</u>	10/06/2008	Â	L	60.7113	A	\$ 8.21	309,867.2942	D	Â
Citizens, Inc. Class A Common Stock <u>(2)</u>	10/08/2008	Â	G	7,700	D	\$ 7.55	302,167.2942	D	Â
Citizens, Inc. Class A Common Stock <u>(1)</u>	10/31/2008	Â	L	58.7303	A	\$ 8.48	302,226.0245	D	Â
	11/28/2008	Â	L	54.6363	A		302,280.6608	D	Â

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Citizens, Inc. Class A Common Stock <u>(1)</u>						\$				
						9.12				
Citizens, Inc. Class A Common Stock <u>(3)</u>	12/30/2008	Â	G	1,315	A	\$	124,875	I		Custodian for Child - Lee Riley
						9.34				
Citizens, Inc. Class A Common Stock <u>(4)</u>	12/23/2008	Â	G	375	D	\$	26,023	I		Joint Tenant with Spouse - Jenny Riley
						8.85				
Citizens, Inc. Class A Common Stock <u>(3)</u>	12/30/2008	Â	G	1,315	A	\$	84,544	I		Custodian for Child - Christopher Riley
						9.34				

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

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(9-02)

**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. of D Se B O E Is Fi (I
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
					(A) (D)				

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
	Â	Â	Â Exec. VP, Chief Mktg. Officer	Â

RILEY RAY A  
400 EAST ANDERSON LANE  
AUSTIN, TX 78752

## Signatures

/s/Ray A. Riley

01/28/2009

\*\*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) These shares were purchased through the Citizens Stock Investment Plan as part of regular monthly payroll deduction.
  - (2) Gift to Hyde Park Baptist Church
  - (3) Gift from family member.
  - (4) Gift to family member.

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