## Edgar Filing: METLIFE INC - Form 4

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Form 4	inc													
December 1	16, 2009													
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								Expires: January 3 Expires: 20 Estimated average burden hours per response 0		3235-0287				
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Section 16. Form 5 Section 16. Form 5 Section 16. Form 5 Section 16. 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										F	2005			
(Print or Type	Responses)													
				2. Issuer Name <b>and</b> Ticker or Trading Symbol METLIFE INC [MET]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Mo			(Month/	. Date of Earliest Transaction Month/Day/Year) 2/14/2009					X_ Director 10% Owner Officer (give title 0ther (specify below) below)					
				mendment, Date Original /onth/Day/Year)					<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>					
		(Zin)							Person					
(City)(State)(Zip)Tab1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)			3.	tio	4. Securi (A) or Di (Instr. 3,	ties A spose	cquired d of (D)	quired, Disposed of, or Bend5. Amount of Securities6.DeneficiallyForm:OwnedDirect (D)Following Reportedor IndirectTransaction(s)(Instr. 4)		nership m: ect (D) ndirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock	12/14/2009			Code $\mathbf{V}$ $\mathbf{J}^{(1)}$	V	Amount 397	(D) A	Price \$ 36.97	(Instr. 3 and 4) 20,249	D				
Common Stock									10	Ι		By The MetLife Policyh Trust (2)	e older	

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)	4. Transacti Code (Instr. 8)	Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pric Deriva Securi (Instr.
			Code V	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Common Stock Equivalent Units	(3)	12/14/2009	J <u>(4)</u>	459	(5)	(5)	Common Stock	459	<u>(3</u>

# **Reporting Owners**

Reporting Owner Name / Address	Relationships								
1	Director	10% Owner	Officer	Other					
PRICE HUGH B 200 PARK AVENUE NEW YORK, NY 10166	Х								
Signatures									

#### Jeffrey A. Welikson, authorized 12/16/2009 signer Date

\*\*Signature of 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).
- Reinvestment of dividends on shares held in the Reporting Person's share deferral account (the "Plan Account") pursuant to the MetLife (1) Deferred Compensation Plan for Outside Directors. The number of shares beneficially owned following the reported transaction may include adjustments in the Reporting Person's Plan Account to reflect the accumulation of fractional shares into whole shares.
- Shares held in trust under the MetLife Policyholder Trust established to hold shares of Common Stock allocated to eligible policyholders (2)of Metropolitan Life Insurance Company, a wholly-owned subsidiary of MetLife, Inc.
- (3) Each share of Common Stock Equivalent Unit is the economic value of one share of MetLife, Inc. common stock.

Common Stock Equivalent Units were acquired pursuant to the MetLife Deferred Compensation Plan for Outside Directors whereby (4) Directors may elect to defer receipt of cash retainer fees into a fund that tracks MetLife, Inc. common stock. The number of Common Stock Equivalent Units reported reflect the payment of dividends in the reporting person's account.

Common Stock Equivalent Units were acquired pursuant to the MetLife Deferred Compensation Plan for Outside Directors whereby (5) Directors may elect to defer receipt of cash retainer fees for a specified period of time into a fund that tracks the MetLife Common Stock.

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When such Common Stock Equivalent Units are distributed, they are settled in cash.

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.