Mullaney William J Form 4 September 09, 2010

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

3235-0287 Number:

Expires:

January 31, 2005

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

(Fine of Type	responses							
1. Name and Mullaney	Address of Reporting William J	Symbol	ner Name <b>and</b> Ticker or Trading LIFE INC [MET]	Issuer	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First) (	(Middle) 3. Date	of Earliest Transaction	`	* *	,		
		(Month)	/Day/Year)	Director		10% Owner		
200 PARK	AVENUE	09/07/	2010	_X_ Officer (pelow)	give title below)	` <b>.</b>		
				Pres	sident, U.S. Bu	siness		
	(Street)	4. If An	nendment, Date Original	6. Individual or Joint/Group Filing(Check				
NEW YOR	RK, NY 10166	Filed(M	onth/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip) Tal	ble I - Non-Derivative Securities A	cquired, Dispose	d of, or Benefi	cially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		

Security (Instr. 3)	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)	or(A) or D (Instr. 3,		` ′	Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount		Price	(Instr. 3 and 4)		
Common Stock	09/07/2010		M	850	A	\$ 29.95	54,808	D	
Common Stock	09/07/2010		S <u>(1)</u>	850	D	\$ 40.47	53,958	D	
Common Stock							46	I	By the MetLife Policyholder Trust (2)
Common Stock							65	I	By Daughter in the MetLife

Policyholder Trust (2)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

> 8. I Der Sec (Ins

## 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. Transacti Code (Instr. 8)	5. Numorof Deriv Secur Acqui (A) or Dispo of (D) (Instr.	rative rities ired rosed ) . 3, 4,	6. Date Exerc Expiration D (Month/Day/	ate	7. Title and A Underlying S (Instr. 3 and	Securities	\$ 1 \$ (
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (Right to	\$ 29.95	09/07/2010		M		850	(3)	04/08/2011	Common Stock	850	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships
rieporting o wher remine, richards	

rirector 10% Owner Officer Other

Mullaney William J
200 PARK AVENUE President, U.S. Business
NEW YORK, NY 10166

### **Signatures**

Buy)

Gwenn L. Carr, authorized o9/09/2010 signer

\*\*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).

Reporting Owners 2

#### Edgar Filing: Mullaney William J - Form 4

- (1) The sale transaction reported in this Form 4 was effected pursuant to a Rule 10b5-1 Sales Plan adopted by the reporting person on June 10, 2009.
- Shares held in trust under the MetLife Policyholder Trust established to hold shares of Common Stock allocated to eligible policyholders of Metropolitan Life Insurance Company, a wholly-owned subsidiary of MetLife, Inc.
- (3) The option became fully exercisable on April 9, 2004.

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.